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Area:	HS
Date:	

MEDLEY SITE

FINAL POTENTIALLY RESPONSIBLE PARTY REPORT

Prepared for

U.S. ENVIRONMENTAL PROTECTION AGENCY  
Office of Waste Programs Enforcement  
Washington, D.C. 20460

Work Assignment No.: 76  
EPA Region : 4  
Site No. : 4573  
Date Prepared : June 21, 1985  
Contract No. : 68-01-7037  
PRC No. : 15-0761-15  
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## I. INTRODUCTION AND BACKGROUND

### Scope of Work

Versar Inc. received a work assignment (WA) to perform a responsible party search (RPS), title search, and financial assessment of the Medley site, located in Cherokee County, South Carolina. The purpose of the WA was to identify parties who were responsible for generating, transporting, and disposing of hazardous waste; to determine ownership of the site through a title and lease search of the property; to identify the level of involvement each potentially responsible party had during the operation of the site; and to assess the current financial status of the potentially responsible parties.

### Approach

The initial activity of this WA involved discussing the scope and direction of the work plan with the EPA Region IV primary contact (Gizelle Bennett) and the regional attorney (Barry Allen). After this initial discussion, relevant documents from the EPA files on the site were obtained for reference and a detailed review.

Versar Inc. contracted James R. Thompson, an attorney with the law firm of Saint-Amand, Thompson, and Brown located in Gaffney, South Carolina, to perform a deed and lease search of the property. Copies of all deeds and sales contracts since 1945 were obtained.

Information on the history of the site was collected mainly through personal interviews during visits to the South Carolina Department of Health and Environmental Control (DEHEC) and the South Carolina Law Enforcement Division (SLED) in Columbia, South Carolina. Further information was obtained through personal interviews with the townspeople of Gaffney, South Carolina, during a site visit on February 4 through 6, 1985.

Additional sources of data pertaining to the Medley site were the EPA files, South Carolina DEHEC files, and the Cherokee County Clerk of the Court's office.

Financial data on the potentially responsible parties was requested from the following sources: (1) NEIC data base, (2) the annual reports on file with the Secretary of State's office (Corporation Division), (3) Dun and Bradstreet publications, (4) Standard and Poor's Corporate Records, (5) the South Carolina Tax Commission, and (6) Dun's Market Identifiers - DIALOG Information Retrieval Service (a computerized business data base).

## II. HISTORY OF SITE OPERATIONS

The Medley (also known as Burnt Gin) site is located on County Road 72 (Burnt Gin Road) off State Route 18 in White Plains Township, Cherokee County, South Carolina, approximately six miles south of Gaffney, South Carolina. The Medley dump site is a 7-acre plot of land within a 65.4-acre parcel owned by Ralph C. Medley. Mr. Ralph Medley acquired the property from William Medley in 1948. Except when the property was mortgaged to the federal government from 1966 to 1971, Mr. Medley has been the sole owner of the property. No lease agreements were found during the title search. Mr. Ralph Medley's address is Route 4, Box 419, Gaffney, South Carolina 29340.

### Ownership History

The U.S. Environmental Protection Agency performed an emergency cleanup at the Medley site in the summer of 1983. During this cleanup effort, over 5,300 55-gallon barrels and 15-gallon containers were removed from the site. Many of the barrels contained chemical wastes (NUS, 1983), which many area citizens believed were generated by several local chemical companies. The time frame of the dumping activity appears to have been from the mid-1960s to the mid-1970s. Before the initiation of the disposal of containers at the site, the area was in a natural state of woods and pasture land.

During a three-day visit to the Gaffney community, several people were interviewed in order to determine the potentially responsible parties involved in the disposal of wastes at the Medley site.

The first person interviewed is a former employee of Moreland Chemical Company (now Moreland-McKesson Chemical Company). He requested that his name not be used in this report. The former employee stated that he drove a truck for Moreland Chemical Company in the early 1970s and that, in approximately 1970, he transported a load of 30 to 40 barrels to the Medley site for disposal. He stated that his supervisor, Joe Turley, had told him to dispose of the barrels at the Medley site. According to BASF personnel, Joe Turley is currently employed at BASF Wyandott in Spartanburg, South Carolina. Mr. Turley's address and phone number are:

Route 2  
Box 24D  
Jonesville, South Carolina 29353  
(803) 674-6257.

A second interview was conducted with a former employee of Unisphere Chemical Corporation of Spartanburg. This person also wishes to remain anonymous. He was employed by Unisphere Chemical Corporation from 1975 to 1978. During the period from October 1975 to June 1976, he reports taking three to four loads of barrels to the Medley site. He stated that prior to 1975, chemical wastes had been disposed of at the High Point site. The High Point site is located off South Carolina Road S-11-196, near the High Point Baptist Church.

The procedure for barrel disposal was described as follows. Barbara Tisdale of Unisphere would call the Medley Septic Tank Service to get approval to dispose of a load of barrels. Barbara Tisdale's present address and telephone number are:

Route 11  
Spartanburg, South Carolina 29302  
(803) 585-6151

In these conversations, the former employee recalls that the name of Clyde Medley (the owner of Medley's Septic Tank/Concrete Service) was often mentioned. The driver would then be directed to take the load of

barrels to either the High Point or the Medley (Burnt Gin) site, presumably at the direction of one of the Medleys. The former employee estimated that he delivered about 400 barrels to the two sites. He stated that the barrels contained acetone and dibutyl maleate. He said delivery frequency ranged from two to three times a week to two to three times a month, depending on production at the plant. People he recalled seeing at the dump site were Barry Medley (the son of Clyde Medley), who met the truck at the High Point site and Mamie E. Parker Wheelchel (Ralph Medley's mother-in-law, now deceased), who gave directions on where to dump the barrels during the first trip to the Medley site.

The barrels that they dumped at both sites, to the best of his memory, were not marked "Unisphere," but were labeled with names including Dupont, Moreland, Milliken, and American Hoechst.

While at the Medley site, he remembers meeting employees from ABCO Industries, as well as seeing a truck from High Point, North Carolina, but he has no memory of the company name on the truck.

According to the former employee of Unisphere, the dumping of barrels was discontinued in June 1976. This was at the same time the Love Springs landfill (a permitted landfill owned by Clyde Medley) was being scrutinized by DEHBC for permit violations. It is possible that dumping was ceased at the sites due to the inquiry by DEHBC into the Love Springs landfill. The Love Springs site is located off South Carolina Road S-11-42, one-half mile southwest of South Carolina 39.

A third party with intimate knowledge of the dumping of barrels is a former employee of Clyde Medley. This person was extremely reluctant to speak with the author because of threats made to him by Clyde Medley. This person explained that over a period of two to three years, he would meet trucks at the Medley and High Point sites. The former employee stated that the companies would call the Medleys' home or the office for the concrete/septic tank service, then someone (Clyde or his wife,

Grace Lavender Medley) would contact the employee and tell him where to meet the trucks. The dumping was done in a pattern which involved taking three to four loads to the Medley site, then one to two loads to the High Point site. The former employee could not identify the markings on the trucks or barrels. He did say that some of the trucks were from Donaldson A.F.B., an abandoned air force base that is now an industrial park in Greenville, and Camp Croft, an abandoned army post, also an industrial complex in Spartanburg. When asked how he knew of this, he said that some of the drivers told him. The employee stated that he met trucks almost every day, but sometimes trucks delivered barrels at night. Most of the trucks had enclosed trailers. The barrels were usually rolled out of the back of the trailer without using a ramp. This resulted in many of the barrels rupturing. According to the former employee, some of the ruptured barrels leaked a milky white substance onto the ground.

When asked about other people who had visited the site during the dumping, he spoke of Bill Blanton, who owns a towing service in Gaffney. The former employee said Mr. Blanton came to the site many times to tow trucks out of the mud. A telephone interview with Mr. Blanton was conducted and he stated that he had been to the Medley site once to tow a truck with a broken drive shaft. He said the truck was a Ryder rental truck and he had no idea to whom it was leased. When asked who paid him, Mr. Blanton replied that Clyde Medley reimbursed him for the towing. Mr. Blanton stated he was only at the Medley site one time.

Other people recognized at the site were Clyde Medley and Barry Medley. When asked if Ralph Medley was present, the former employee replied that he had not seen him at the dump site.

The former employee was uncertain of the dates involved. He did state, however, that all dumping ceased at the same time. Presumably, this was due to the pressure put on Clyde Medley at the Love Springs site

by DEHEC and local citizens. The license to dump waste at the Love Springs facility was revoked in July of 1976.

A number of companies are believed to be involved in the generation of waste and the transportation of the waste to the dump sites, but it may be that the list of generators is not restricted to those referenced in this report. As indicated by a former employee, Moreland Chemical Company (now Moreland-McKesson Chemical Co.) is a potential generator. Moreland-McKesson Chemical Company is owned by McKesson Corporation.

ABCO Industries Inc. is another potential generator. ABCO's attorney, Ralph M. Mellon, in his November 18, 1983, reply to the 104-E letter sent to ABCO, indicates that an employee (truck driver) delivered drums to the Medley site in the early 1970s (Mellon, 1983).

Another potential generator is Unisphere Chemical Corporation. Based on the information received from the former employee of the firm.

A fourth potential generator is the Charles S. Tanner Company (now National Starch and Chemical Co.). In their November 28, 1983, response to the 104-E letter sent by the EPA, their attorney, Alexander Samson, stated that between February 1974 and June 1975, Charles S. Tanner Company shipped a number of drums to the Medley farm site (Samson, 1983).

Another potential generator is Sylvan Chemical Corporation (now Milliken Chemical). In 1981, Sylvan Chemical Corporation filed a Notification of Hazardous Waste Site form with the EPA (Bandy, 1981).

The document shows that Sylvan disposed of waste between the years of 1966 and 1972 with the Medleys. The hand-drawn sketch on page 2 of the document, shows the disposal area to be to the east of State Route 18. This may be depicting the Medley site. An attorney for Sylvan, in a letter to EPA dated January 16, 1984, included invoices of transactions with Medley's Concrete (Potter, 1984). These two documents show that Sylvan may have disposed of waste with the Medleys as late as 1976. As stated in the letter, some of the waste was "hazardous textile organic chemicals" (Potter, 1984). From the data reviewed by Versar, Sylvan (Milliken) is the largest documented contributor to the dumping of waste at the Medley site. In the letter to the EPA, the attorney for Milliken calculated that Milliken sold the equivalent of 1,612 55-gallon barrels to Medley's Concrete Works (Potter, 1984).

Personal interviews with several property owners adjacent to the Medley dump site revealed little useful information. The neighbors were quite protective of Ralph Medley, refusing to believe that he could have known of the danger involved in the barrel dumping. People described the odors that emanated from the disposal site as unbearable. The site's operations were common knowledge, but the neighbors did not remember specific facts (e.g., truck markings, people). Most of the people who were interviewed admitted that they believed Clyde Medley was the main promoter of the disposal site. They also indicated that Ralph Medley received 50 cents per barrel for disposal while Clyde Medley was collecting up to \$15 per barrel. The neighbors interviewed, along with their address are as follows:

Mr. and Mrs. Everett Allison  
Route 4  
Box 2428  
Gaffney, South Carolina 29340

Ms. Jan Sarratt  
Route 4  
Gaffney, South Carolina 29340

Ms. Frances Adler (daughter of Mr. and Mrs. Everett Allison)  
Route 4  
Box 427  
Gaffney, South Carolina 29340

Mr. Robert Gantenbien  
Route 4  
Gaffney, South Carolina 29340

Mr. J. Allison  
Route 4  
Gaffney, South Carolina 29340

All knowledge that the neighbors had of financial arrangements for disposal of waste at the site was learned by word of mouth.

A personal friend of Ralph Medley, Alfred Moss, stated that it is his impression that Ralph Medley does not know the amount of money that changed hands. Mr. Moss also stated that Ralph does not understand the seriousness of the situation. Mr. Moss believes that if Ralph Medley understood the above facts, he might be a little more willing to speak. The address and telephone number of Alfred Moss are as follows:

Route 4  
Gaffney, South Carolina 29340  
(803) 487-4129

The EPA performed an emergency cleanup operation at the site in the summer of 1983 (NUS, 1983). More than 5,300 55-gallon barrels and 15-gallon containers were removed from the site. Some of the containers were full; others were partially full or empty. Six small lagoons were emptied of an estimated 70,000 gallons of water, sludge, and solid waste material, and then backfilled. An unknown amount of severely contaminated soil was also removed (NUS, 1983).

Groundwater wells in the vicinity of the Medley site have been tested several times by DEHEC over the past 1.5 years. Initial analyses indicated low levels of volatile organics and total phenol (Workman, 1983). A recent sampling analysis has indicated that the level of volatile organics (especially methyl chloride) is increasing in at least one of the local wells (Workman, 1984).

### III. TITLE SEARCH

Versar subcontracted Mr. James R. Thompson, an attorney with the law firm of Saint-Amand, Thompson & Brown located in Gaffney, South Carolina, to perform a deed and lease search for the site. Copies of deeds, leases, and sales contracts since 1945 were to be obtained.

The title search was completed in accordance with the work plan. Mr. Thompson summarized the chain of title and contracts of sales in a letter and Abstract of Title dated January 31, 1984 (Attachment 1). Accompanying this letter were copies of deeds, a mortgage contract, and a right of way easement for the property. A summary of these exhibits is shown in Table 1. The property description, chain of title, and history are condensed here based on Versar's review of the documents. More detailed information is shown in Attachment 1.

#### Property Description

The Medley site property owned by Ralph C. Medley encompasses approximately 65.4 acres at the present time. The land is located adjacent to County Road 72, off State Route 18, White Plains Township, Cherokee County, South Carolina, approximately five miles south of Gaffney, South Carolina.

#### Chronological Chain of Title

On June 23, 1948, Ralph C. Medley acquired 63.9 acres of property located in Cherokee County, South Carolina. In 1966, Mr. Medley mortgaged the property to the Farmers Home Administration (U.S. Department of Agriculture) for the sum of \$8,500. Later that year, Mr. Medley signed an agreement with Broad River Electric Cooperative allowing them access to his property. On April 25, 1969, Mr. Medley acquired 3.5 acres from W. Arthur Pittman. This land is adjacent to the eastern edge of the original 63.9 acres. Mr. Medley paid off his mortgage to the Farmers Home Administration on July 19, 1971. On

TABLE 1  
SUMMARY OF EXHIBITS OBTAINED DURING  
THE MEDLEY SITE TITLE AND LEASE SEARCH

	Date of Transfer	Document	Deed Book/Page
Exhibit 1	04/18/45	Title to L.M. Duckett	3-G/196
Exhibit 2	03/20/47	Title to J.R. McCulloch	3-K/250
Exhibit 3	11/26/47	Title to William Medley	3-N/311
Exhibit 4	06/23/48	Title to Ralph C. Medley	3-O/204
Exhibit 5	03/07/66	Mortgage to U.S. Dept. of Agriculture (mortgage paid 07/19/71)	172/281
Exhibit 6	07/20/71	Title of 0.5 acre to Paul W. Ruppe	8-A/403
Exhibit 7	04/13/73	Title of 1.5 acres to Samuel Medley	8-V/395
Exhibit 8	11/21/66	Right of Way Agreement with Broad River Electric Corp.	6-L/423
Exhibit 9	04/25/69	Title of 3.5 acres to Ralph C. Medley	7-E/1

July 20, 1971, Mr. Medley sold 0.5 acre to Paul W. Ruppe. On April 13, 1973, Mr. Medley sold 1.5 acres to Samuel Medley. These sales and the acquisition gave Mr. Medley a total of 65.4 acres of land. Located within this plot is the approximately 7-acre dump site known as the Medley site. No leases were discovered during the title search for any part of the 65.4 acres.

#### IV. CORPORATE STATUS AND FINANCIAL STATUS

##### Corporate Status

The corporate status of the potentially responsible parties was accessed through the office of the South Carolina Secretary of State (Corporation Division), the Cherokee County Clerk of the Court's Office, Standard & Poor's Corporate Records, and the Dun and Bradstreet data base.

Limited information was available on Medley's Concrete because of its small size. The business was sold by Clyde Medley to Barry Medley (his son) in November 1984. The company address and telephone number are:

Medley's Concrete  
Pacolet Road  
Route 7, Box 197  
Gaffney, South Carolina 29340  
(803) 489-4325 or (803) 489-2138

Ralph Medley has no corporate status. His address is:

Ralph Medley  
Route 4, Box 419  
Gaffney, South Carolina 29340

According to the Dun and Bradstreet data base, Moreland McKesson Chemical Co. (McKesson Chemical Company) is owned by McKesson Corporation. McKesson Chemical Company is the largest independent chemical distributor in the United States. The Spartanburg facility is the headquarters for McKesson Chemical Company. The business is listed as a wholesaler of industrial chemicals (Attachment 2, Exhibit 1). McKesson Chemical

Company is registered in South Carolina under the name of McKesson Corporation, and therefore has the same registering agent. The corporate address and telephone number are:

McKesson Chemical Company  
McKesson Corporation  
Camp Croft Industrial Park  
P.O. Box 2169  
Spartanburg, South Carolina 29304  
(803) 596-1800

The corporation officers are:

Darwin H. Simpson	President
Vincent Staraci	Vice President
Barry E. Nigh	Secretary

According to the South Carolina Secretary of State's office (Corporation Division), McKesson Corporation is a Maryland corporation, and was qualified in South Carolina on October 24, 1934. The name and address of the registered agent is:

C.T. Corporation Systems  
409 E. North Street  
Greenville, South Carolina 29601

The list of corporate officers includes:

Neil E. Harlan	Chairman of the Board
Barry B. Blocker	Vice President
Nancy A. Miller	Secretary
Garret A. Scholz	Treasurer
Thomas B. Simone	Controller, Vice President

The corporate address and telephone number are:

McKesson Corporation  
1 Post Street  
San Francisco, California 94104  
(415) 983-8300

The corporate status of ABCO Industries Incorporated was obtained through the Dun and Bradstreet data base and the Office of the South Carolina Secretary of State. Dun's describes the type of business as a

manufacturer of textile finishing chemicals and industrial organic chemicals. The corporate officers are listed as follows:

Albert B. Bullington	Chairman of the Board
Eula D. Bullington	Vice President
L.C. Davis	Vice President
Rebecca B. Taylor	Secretary

The corporate address and telephone number are:

ABCO Industries Incorporated  
Railroad Road  
Roebuck, South Carolina 29376  
(803) 576-6821

According to the South Carolina Secretary of State's Office (Corporation Division), ABCO Industries is a South Carolina corporation, chartered on September 4, 1980 (Attachment 2, Exhibit 2). The name and address of the registered agent is:

A.B. Bullington, Jr.  
Railroad Road  
Roebuck, South Carolina 29376

The corporate status of Unisphere Chemical Corporation was obtained from the Dun and Bradstreet data base and the Office of the South Carolina Secretary of State Corporation Division. The business is described as a manufacturer of industrial organic chemicals. The corporation is a subsidiary of ORO Enterprises Incorporated. The parent company and subsidiary share the same address, president, and registered agent (Attachment 2, Exhibit 3). The corporate officers for Unisphere Chemical Corporation are:

Carlos Gutierrez	President
Barbara Gutierrez	Vice President

The corporate address and telephone number are:

Unisphere Chemical Corporation  
Brooks Boulevard  
P.O. Box 18390  
Spartanburg, South Carolina 29318  
(803) 579-4530

ORO Enterprises Incorporated is listed in the Dun and Bradstreet data base as a holding company and manufacturer of industrial chemicals.

According to the Office of the South Carolina Secretary of State, Unisphere Chemical is a South Carolina corporation, chartered on May 23, 1970. The name and address of the registered agent for these corporations is:

Carlos Gutierrez  
Route 4, Box 253-B  
Spartanburg, South Carolina 29304

The corporate status of the Charles S. Tanner Company was obtained from RPA-corporate correspondence, the Dun and Bradstreet data base, and the South Carolina Secretary of State's Office. Charles S. Tanner Company was acquired by Ciba-Geigy in 1975, and was subsequently bought by National Starch and Chemical Corporation in 1980. The facility is now operated under the name of National Starch and Chemical Corporation. No pertinent information was found on the facility; however, parent corporation data has been included in this report.

National Starch and Chemical Corporation is a subsidiary of Unilever United States Incorporated, which is a subsidiary of a Holland-based firm known as Unilever, N.V. The corporate officers list for National Starch and Chemical is extensive. The higher ranking officers are:

Carlyle G. Caldwell	Chairman of the Board
Wallace K. Grubman	President
A.G. Battaglia	Vice President

The corporate address and telephone number are:

National Starch and Chemical  
10 Finderne Avenue  
Bridgewater, New Jersey 08807  
(201) 685-5000

According to the Office of the South Carolina Secretary of State, National Starch and Chemical is a Delaware Corporation, qualified in South Carolina on July 16, 1980. The name and address of the registered agent is:

Princeton Hall Corporation Systems  
1231 Washington Street  
Columbia, South Carolina 29201

Information on the parent corporation of National Starch and Chemical is included in Attachment 2, Exhibit 4.

The corporate status of Sylvan Chemical Corporation (now Milliken Chemical) was obtained through EPA-corporate attorney correspondence, the Dun and Bradstreet data base, and the South Carolina Secretary of State's office. Milliken Chemical is listed as a manufacturer of industrial organic chemicals. Milliken Chemical is a division of Milliken and Company (Attachment 2, Exhibit 5). The corporate officers for Milliken and Company are:

Roger Milliken	President
F.G. Kingsley	Vice President
Minot K. Milliken	Treasurer
Dr. Norvin Clontz	Chief Executive Officer

The corporate address and telephone number are:

Milliken and Company  
1045 Avenue of the Americas  
New York, New York 10018  
(212) 819-4200

According to the Office of the South Carolina Secretary of State, Milliken and Company is a Delaware Corporation, qualified in South Carolina on May 2, 1949. The name and address of the registered agent is:

C.T. Corporation System  
409 E. North Street  
Greenville, South Carolina 29601

### Financial Status

The financial status of the potentially responsible parties was accessed through (1) the Dun and Bradstreet data base, (2) Standard & Poor's corporate records, (3) the South Carolina Tax Commission, and (4) the Office of the Cherokee County Clerk of the Court.

No financial data was available on Ralph C. Medley, and only a limited amount of financial information was made available on Medley's Concrete, owned by Clyde Medley. According to the South Carolina Tax Commission and the Cherokee County Tax Assessor's Office, the business was sold to Barry Medley for \$5 in November 1984. The total depreciated value of the business in 1984 was \$35,100.97.

The Dun and Bradstreet data base did have financial information on Moreland-McKesson Chemical Corporation (McKesson Chemical Company). McKesson Chemical Company had sales totaling \$91 million for the current year and employed 305 people. Detailed information on McKesson Chemical and the parent company, McKesson Corporation, is included in Attachment 2, Exhibit 1.

The financial status of ABCO Industries Incorporated was accessed through the Dun and Bradstreet data base. The company had sales totaling \$25.5 million for the current year and employed 175 people. The current year's sales were up 17 percent over 1983 (trend year) (Attachment 2, Exhibit 2).

The financial status of Unisphere Chemical Corporation was obtained from the Dun and Bradstreet data base. Sales information was unavailable for Unisphere, but information was available on ORO Enterprises (parent corporation). The estimated sales for the current year are \$1,520,000, and the total number of employees for the two companies is 18 (Attachment 2, Exhibit 3).

The financial status of National Starch and Chemical Corporation (formerly Charles S. Tanner Company) was accessed through the Dun and Bradstreet data base and Standard & Poor's corporate records. National Starch and Chemical had total sales of \$756,000,000 for the current year and employed 4,600 people. Detailed information on the parent corporations, Unilever United States and Unilever, N.V., is presented in Attachment 2, Exhibit 4.

The financial status of Sylvan Chemical Corporation (now Milliken Chemical Company) was obtained through the Dun and Bradstreet data base. no sales information was found for Milliken Chemical or Milliken and Company (parent corporation). Milliken Chemical employs 100 people at the Inman, South Carolina plant; the firm employs a total of 25,000 people (Attachment 2, Exhibit 5). Versar is awaiting further information on these corporations from the NEIC.

#### V. SUMMARY AND CONCLUSIONS

The financial status of National Starch and Chemical Corporation (formerly Charles S. Tanner Company) was accessed through the Dun and Bradstreet data base and Standard & Poor's corporate records. National Starch and Chemical had total sales of \$756,000,000 for the current year and employed 4,600 people. Detailed information on the parent corporations, Unilever United States and Unilever, N.V., is presented in Attachment 2, Exhibit 4.

The financial status of Sylvan Chemical Corporation (now Milliken Chemical Company) was obtained through the Dun and Bradstreet data base. no sales information was found for Milliken Chemical or Milliken and Company (parent corporation). Milliken Chemical employs 100 people at the Inman, South Carolina plant; the firm employs a total of 25,000 people (Attachment 2, Exhibit 5). Versar is awaiting further information on these corporations from the NBIC.

#### V. SUMMARY AND CONCLUSIONS

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Recommendations

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d. For example, Mr. Otis Nash was contacted but declined to be interviewed. Mr. Nash is currently an employee of ABCO Industries and may have knowledge of the Medley site. Mr. Nash's address and telephone number are:

Route 2  
Moore, South Carolina 23369  
(803) 576-2246

Another potential source of information is a local citizens group called ACT (Against Chemical Trash). This group believes that local politicians have avoided the issue of the Medley site, as well as the three other known sites, and that a broad investigation needs to be undertaken. The name, address, and telephone number of the contact person for the ACT group are:

Gayle E. White  
326 Tenth Street  
Gaffney, South Carolina 29346  
(803) 487-5909

Recommendations

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Gayle E. White  
326 Tenth Street  
Gaffney, South Carolina 29346  
(803) 487-5909

Through a network of such individuals, more potentially responsible companies and individuals could probably be identified.

An additional recommendation is to request and examine the disposal logs of potentially responsible generators and transporters at this site.

#### REFERENCES

- Bandy, John. June 9, 1981. Notification of Hazardous Waste Site. Sylvan Chemical Corporation. 2 pages.
- Mellon, Ralph M. Ogletree, Deakins, Nash, Smoak and Stewart, Attorneys. November 18, 1983. Letter to James Bycott, EPA, responding to EPA 104-B notice. Greenville, South Carolina. 2 pages.
- NUS Corporation. November 18, 1983. Geophysical Study - Medley Site, Gaffney, South Carolina. NUS Corporation, Pittsburgh, Pennsylvania
- Potter, James W. Thompson, Mann and Hutson, Attorneys. January 16, 1984. Letter to James Bycott, EPA attorney, responding to EPA 104-B letter. Greenville, South Carolina. 2 pages, 2 attachments.
- Samson, Alexander M. National Starch and Chemical Corporation. November 28, 1983. Letter to James Bycott, EPA, responding to EPA 104-B notice. 2 pages.
- Workman, Suzanna M. South Carolina Department of Health and Environmental Control. November 14, 1983. Letter to Jim Ullery, DEHEC, regarding groundwater samples. 2 pages.
- Workman, Suzanna M. South Carolina Department of Health and Environmental Control. October 15, 1984. Letter to Jim Ullery, DEHEC, regarding groundwater sampling analyses. 2 pages.

**ATTACHMENT 2**

**CORPORATE AND FINANCIAL DATA  
FOR POTENTIALLY RESPONSIBLE PARTIES**

10/5/1  
0160694  
MORELAND-MCKESSON CHEMICAL CO\*  
MCKESSON CHEMICAL CO  
CAMP CROFT INDUSTRIAL PK  
PO BOX 2169  
SPARTANBURG, SC 29304

TELEPHONE: 803-583-8481  
SPARTANBURG COUNTY SMSA: 232 (GREENVILLE, SC)

BUSINESS: WHOL IND CHEMICALS

PRIMARY SIC: 5161 CHEMS & ALLIED PDTS

YEAR STARTED: 1978

	CURRENT YEAR	TREND YEAR (DEC 1983)	BASE YEAR (DEC 1980)
SALES (\$):	91,000,000	0	0
EMPLOYEES TOTAL:	305	305	298
EMPLOYEES HERE :	110		

SALES GROWTH (%): NA  
EMPLOYMENT GROWTH (%): 2

SQUARE FOOTAGE: NA OWNED  
SALES TERRITORY: REGIONAL

THIS IS:  
A HEADQUARTERS LOCATION  
A SUBSIDIARY  
A CORPORATION  
A PUBLIC COMPANY  
A MILLION DOLLAR DIRECTORY COMPANY

DUNS NUMBER: 00-894-1619  
HEADQUARTER DUNS: 00-894-1619  
PARENT DUNS: 00-138-1466  
CORPORATE FAMILY DUNS: 00-138-1466

PRESIDENT: SIMPSON, DARWIN H. / PRESIDENT

VICE PRESIDENT: STARACI, VINCENT / VICE PRESIDENT  
SECRETARY: NIGH, BARRY E. / SECRETARY

0011036  
MC KESSON CORP  
MC KESSON DRUG CO  
1 POST ST  
SAN FRANCISCO, CA 94104

TELEPHONE: 415-983-8300  
SAN FRANCISCO COUNTY SMSA: 526 (SAN FRAN-OAKLAND, CA)

BUSINESS: WHOL DRUGS DRUG SUNDRIES SPIRITS WINES & CHEMICALS

PRIMARY SIC: 5122 DRUGS/PROPRIETARIES  
SECONDARY SIC: 5182 WINES/DISTILLED BEVS  
SECONDARY SIC: 5161 CHEMS & ALLIED PDTS

YEAR STARTED: 1928

	CURRENT YEAR	TREND YEAR (DEC 1983)	BASE YEAR (DEC 1980)
SALES (\$):	4,270,000,000	4,080,000,000	3,660,000,000
EMPLOYEES TOTAL:	11,100	13,000	17,400
EMPLOYEES HERE :	600		

SALES GROWTH (%): 11  
EMPLOYMENT GROWTH (%): - 25

SQUARE FOOTAGE: NA RENTED  
ACCOUNTING FIRM: DELOITTE, HASKINS & SELLS

THIS IS:  
A HEADQUARTERS LOCATION  
A CORPORATION

DUNS NUMBER: 00-138-1466  
HEADQUARTER DUNS: 00-138-1466  
CORPORATE FAMILY DUNS: 00-138-1466

CHAIRMAN: HARLAN, NEIL E. / CHAIRMAN OF THE BOARD

VICE PRESIDENT: BLOCKER, BARRY B. / VICE PRESIDENT  
VICE PRESIDENT: YELLON, DONALD J. / VICE PRESIDENT  
VICE PRESIDENT: BLATTMAN, H. E. / VICE PRESIDENT  
VICE PRESIDENT: JOHNSTON, JAMES I. / VICE PRESIDENT  
VICE PRESIDENT: DITZ, JOHN A. / VICE PRESIDENT  
VICE PRESIDENT: WHEATON, JOHN S. / VICE PRESIDENT  
VICE PRESIDENT: KRASNANSKY, MARVIN L. / VICE PRESIDENT  
VICE PRESIDENT: MINER, ROY B. / VICE PRESIDENT  
SECRETARY: MILLER, NANCY A. / SECRETARY  
TREASURER: SCHOLZ, GARRET A. / TREASURER  
CONTROLLER: SIMONE, THOMAS B. / V P - CONTROLLER

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\$6.00 3 Types  
\$12.48 Estimated Total Cost

STORES OPERATED, Yrs. End. Apr. Jan. 31-					
1984	188	1983	177	1982	149
1981	132	1980	91	1979	87
1978	81	1977	52	1976	47
1975	44				

EMPLOYEES- Jan. 28, 1984, 3,625 (incl. part-time).

MINIMUM RENTALS at Jan. 28, 1984, for operating leases expiring thru 1988 and after, totaled \$118,238,000 including \$9,014,000 for fiscal 1985. Certain leases also provide for additional rentals based on a percentage of sales.

SUBSIDIARIES- wholly owned- Oshman Athletic Goods, Inc.; Oshman's Ski Skool, Inc.; J. S. Oshman and Co., Inc.; Abercrombie & Fitch Co.

Company also has other wholly owned subsidiaries with the name Oshman Sporting Goods.

INCORPORATED in Del. Jan. 5, 1970, to succeed Oshman's Inc., which was incorporated in Tex. May 1, 1948, as Oshman Outdoor Store, successor to a proprietorship founded in 1931.

Oct. 12, 1977, acquired leasehold interest in 24 retail stores, warehouse and office in Cal., merchandise inventory, trade fixtures, the name United Sporting Goods, and other assets from a wholly owned subsidiary of Edison Brothers Stores, Inc., for \$2,262,023 cash and \$2,262,023 5 1/2% Notes, subject to post closing adjustments. Apr. 17, 1978, paid an additional \$400,000 cash and \$400,000 Notes. May 26, 1978, paid \$60,000 cash and \$60,000 Notes as final settlement of post closing adjustments. In 1976, sales of the 24 stores totaled \$15,299,000.

Jan. 14, 1981, acquired leasehold interests in 33 stores and 2 warehouse/offices from Zale Corp., for \$8,535,000, incl. \$3,500,000 cash.

CHAIRMAN, Jeanette Oshman Efron; VICE-CHRM & CHIEF EXEC OFFICER, A.N. Lubetkin; PRES & CHIEF OPER OFFICER, Marvin Aronowitz; SR V-Ps, J.D. Nanny, Charles Rosemond; V-P & TREAS, R.L. Bockart; V-P & CHIEF FIN OFFICER, E.R. Carlin; V-Ps, G.B. Boyd, E.H. Regan, Allan Lisse, M.B. Karchmer.

DIRECTORS- Jeanette Oshman Efron, A.N. Lubetkin, J.P. Agnew, Marvin Aronowitz, F.M. Gerson, E.R. Carlin, R.L. Bockart, I.M. Westheimer, Judy O. Margolis, Marilyn O. Lubetkin, P.T. Stoffel.

OFFICE- 2302 Maxwell Lane, Houston, TX 77023 (Tel.: 713-928-3171). ANNUAL MEETING- in June.

#### STOCK DATA

##### COMMON OFFERED-

Date	Shares	Price	Comm.
9-14-83	476,000	\$22.75	\$1.13

\*Blyth Eastman Paine Webber Inc., and Smith Barney, Harris Upham & Co. Inc., et al., for stockholders.

STOCKHOLDERS- Mar. 30, 1984, 510 (of record). Officers and directors owned or controlled 53.3% of the Com., including 17.9% by Jeanette Oshman Efron, 12.8% by Marilyn O. Lubetkin, and 14.1% by Judy O. Margolis. R.B. Mayor owned or controlled 8.5% of the Com.

TRANSFER AGENT- Bank of the Southwest, NA, Houston, Tex.

##### PRICE RANGE- OTC bid (NASDAQ: OSHM):

1983.....	28	19 1/4	1982.....	22	14 1/4
b1981.....	15 1/2	11	1980.....	19 1/4	8 1/4
1979.....	15	10 1/4	a1978.....	19 1/4	11 1/4
1977.....	6 1/4	4 1/4	1976.....	14 1/4	9
1975.....	14 1/4	4	1974.....	15	3 1/4

aAR. 50% stk. divd. July 7; bef., 20-9 1/4.

aAff. 3-for-2 stk. split July 10; bef., 23 1/4-17.

RECENT DIVIDENDS- (Cal. Yrs.)- Com. \$1 par:

Year	Dividend	Year	Dividend
1984 (to July 27)	0.15	1983	0.18
1982	0.18	1981	0.08
			(Bef. 3-for-2 split July 10 '81)
1981	0.10	1980	0.20
1978	0.07	1979	0.18 1/2
			(Bef. 50% stk. July 7, 1978)
1978	0.08	1977	0.12
1975-74	nil	1976	*0.06

\*Incl. \$0.03 initial June 30.

DIVIDEND RESTRICTIONS- Under terms of debt agreements, \$11,554,000 of retained earnings at Jan. 28, 1984, was available for cash dividends on Com. Co. was also required to maintain certain levels of working capital and net worth.

#### EARNINGS AND FINANCES

AUDITORS- Alexander Grant & Co., Houston

CONSOL. EARN. S., Y-E Apr. Jan. 31: Thou. \$				
	Net Sales	Oper. Inc.	Depr. & Amort.	
1984	283,238	23,031	4,083	
1983	247,264	16,882	3,609	
1982	218,427	17,816	3,078	

Year	Inc.	Net Inc.	*Sh. Earnings
1981	144,889	10,910	1,833
1980	135,008	13,470	1,596
1979	118,192	12,349	1,204
1978	85,485	8,942	837
1977	69,782	7,151	698
1976	60,890	6,387	655
1975	49,585	4,278	402

Year	Inc. Taxes	Net Inc.	*Sh. Earnings
1984	8,300	10,303	1.52
1983	6,193	7,091	1.06
1982	6,180	7,652	1.12
1981	4,086	4,999	1.11
1980	5,379	6,340	1.41
1979	4,800	5,795	1.29
1978	3,720	4,214	1.32
1977	3,031	3,433	1.06
1976	2,766	2,981	0.92
1975	1,878	2,049	0.84

\*Sh. earnings are as reported by Co.

ADJUSTED EARN. for July '81 3-for-2 split & July '78 50% stk. divd.: \$							
Year	1981	1980	1979	1978	1977	1976	1975
	0.74	0.94	0.86	0.59	0.47	0.41	0.29

Annual Report- Consol. Inc. Acct., Yrs. End.: Thou. \$			
	Jan. 28 '84	Jan. 29 '83	Jan. 30 '82
Net sales	283,238	247,264	216,427
Cost & exps	260,207	230,582	198,611
Oper. income	23,031	16,882	17,816
Other income	1,892	1,800	1,390
Total income	25,023	18,482	19,206
Depr. & amort.	4,015	3,560	3,029
Amort of intangible	48	49	49
Income taxes	8,300	5,195	6,180
Interest exp.	2,357	2,587	2,396
Net income	10,303	7,091	7,552
Cash divs	1,150	1,081	1,032
Bal. aff. divs	9,153	6,010	6,520
*Sh. earnings	\$1.52	\$1.05	\$1.12

\*As reported on ave. com. & com. equiv. shs.

Consol. Bal. Sheet: Thou. \$		
	Jan. 28 '84	Jan. 29 '83
Assets-		
Cash incl. mktble. secs	23,004	14,540
Receivables, net	7,653	7,235
Inventories	58,688	58,006
Prepayments	2,333	2,112
Tot. curr. assets	91,678	81,893
*Net property	30,134	29,161
Other assets	721	638
Total assets	122,533	111,692
Liabilities-		
Curr. mat. debt	2,780	1,760
Accts. pay	23,541	23,674
Accruals	10,318	7,807
Income taxes	5,955	5,183
Tot. curr. liab.	42,594	38,424
Long term debt	16,318	19,716
Depr. Fed. inc. tax	2,170	1,365
†Com. atk. p. \$1	6,767	8,755
Cap. surplus	1,252	1,153
Retain. earnings	53,432	44,279
Total liab.	122,533	111,692
Net wkg. cap.	49,084	42,469
Equity per sh.	\$9.08	\$7.73
*Depr. & amort.	17,180	13,968
†Shs	6,767,000	6,755,000

#### McKesson Corp.

(Formerly Foremost-McKesson, Inc.)

.....

#### CHAIRMAN & PRESIDENT'S ANNUAL LETTER TO STOCKHOLDERS (DATED JUNE 1, 1984)

For McKesson Corp. the past year will serve as a benchmark for the future.

During the course of our 150th year as an ongoing business, we changed our name from Foremost-McKesson to McKesson, reflecting the sale of our dairy business. We sold our C.F. Mueller pasta business and discontinued our general merchandise distribution operation, two small remaining food operations and most of our

international businesses. We created a new Beverage Group by combining our wine and spirits and bottled water operations, and made a series of acquisitions designed to broaden our role in Value-Added Distribution, with particular focus on health care products and services.

While operating profit rose 9% in fiscal 1984 and pre-tax income increased 11%, our performance did not live up to expectations. Revenues rose 12% to \$4.3 billion, a new high, from \$3.8 billion, and earnings from continuing operations were up 7% to \$63 million from \$58.6 million. Earnings per share were \$3.25, up from \$3.21. Net income for the year, which included the results of discontinued operations, increased 22% to \$68.7 million from \$56.5 million, and net income per share rose 14% to \$3.53 from \$3.10.

There were, on average, 20.6 million fully diluted shares, up from 19.6 million in the prior year. The increase was due principally to the issuance of shares for acquisitions. Acquisitions made during the year, including those made for cash, did not dilute earnings per share.

Our failure to produce stronger year-to-year gains was due to a number of factors. Our wholesale drug operations experienced lower gross margins due primarily to competitive pricing pressures, a change in the mix of sales to a major customer and a slower rate of price increases for health and beauty aid products. Earnings of the chemical operations were depressed by margin pressures and by planned expenditures for implementation of a new on-line computer order-entry system which will become fully operational early in fiscal 1985. In addition, our wine and spirits business was adversely affected by the relocation of one operating unit and consolidation expenses related to an acquisition. We are taking steps in each of these businesses to maintain our competitive position and build for long-term profit growth. At the same time, there were many positive developments, most notably the outstanding performance by Armor All Products, whose profits more than doubled.

We are optimistic about the longer range outlook for the company when we step back and look at the progress we have made in recent years to focus our efforts in the areas of Value-Added Distribution and services. These are the areas where we enjoy our greatest strengths- management skills, computer technology and strong market positions. Value-Added Distribution and services currently account for about 90% of revenues and 58% of profits, and we expect these figures will continue to increase.

McKesson today is a company nearing the end of a period of transition. We are shedding those businesses with either unsatisfactory returns or limited growth prospects. In their place we have expanded, through acquisition and internal development, into new areas of distribution and services: service merchandising of health and beauty care products to supermarkets and drug stores; professional veterinary supplies; first-aid supplies and equipment; durable medical equipment for the home health care market; fragrances; computer software; office supplies and computer systems and services for drug stores and other small retail businesses. In addition, we have broadened our services to our industrial chemical customers to include recycling.

As the result of a \$100 million investment in computer technology over the past 10 years, our distribution companies have been transformed from high-cost, labor-intensive operations to highly automated Value-Added businesses providing a growing number of services to our customers at lower mark-ups. Moreover, we are now starting to apply this computer technology to such diverse areas of distribution as durable medical equipment, computer software, veterinary supplies and office supplies.

The scope of the company's transformation is apparent from the accompanying chart. In 1976 the Chemical and Beverage groups were the largest contributors to our \$65 million in pre-tax profit, with Drug accounting for only 12% and the units now in the Development Group representing only 1%. Perhaps most striking, over a third of our 1976 profit came from operations that have since been discontinued- primarily foods, homebuilding and international.

By 1980 our pre-tax profit had increased 75% to \$115 million, but the primary growth in our continuing businesses- from the Drug and Development groups- be combined profits

more than tripled and accounted for 26% of pre-tax profit. Businesses which have since been discontinued accounted for 38% of the total. These were businesses which were highly cyclical in nature or where we lacked critical mass—principally foods and homebuilding.

Drug and Development, which represented 13% of 1976 profit and 26% of 1980 profit, accounted for 56% of our fiscal 1984 profit. The Beverage Group's share rose from 24% in 1980 to 31%.

In short, not only have we replaced the earnings generated by the businesses we have discontinued, but the pre-tax profit of our continuing businesses grew at a compound rate of 13% during the eight-year period from fiscal 1976-84. During this same period, inflation as measured by the Consumer Price Index rose at a 7% rate, leaving a real growth of 6% in McKesson's profits—about twice the real growth in the Gross National Product. These are noteworthy achievements given the prevailing economic conditions during that period.

Also of importance, we have lowered the company's risk profile. This change can be measured in a number of ways:

We have disposed of most of our cyclical businesses—dairy, whey, international and homebuilding.

We have gotten out of businesses with relatively heavy capital investments in special-purpose fixed assets—dairy, pasta, dehydrated vegetable processing and whey.

We have reduced the company's ratio of debt to total capital from 55% in 1976 and 40% in 1980 to 26% at the end of last year.

We will continue in fiscal 1985 to make the investments needed in our major current businesses, our recent acquisitions and internal start-ups to provide the base for future profitability. While some of these programs will have an adverse short-term impact on earnings, we believe that they will play an important role in the achievement of our corporate objectives for the 1985-87 period.

These goals are to:

1. Increase earnings per share at a compound rate of 15%. This three-year goal will be updated annually to take into account changes in the inflation rate, growth of the Gross National Product and other external factors. Our current expectation is that fiscal 1985 earnings will be in line with the 15% goal.
2. Attain a 15% return on average equity by 1987 and 17% by 1989.
3. Maintain a debt-to-capital ratio that will provide the company with continuing access to capital markets on favorable terms. Last year Standard & Poor's Corporation raised its rating on the company's senior debt to A.
4. Pay dividends of 50% to 60% of after-tax income.

This year's annual report is dedicated to the thousands of McKesson people whose commitment to customer service has played such a key role in setting apart from our competition. See their story on page 6.

Our challenge for the years immediately ahead is to use our strengths to mold the McKesson of the 1990s. With the commitment of our employees and the support of our shareholders, we are confident that we will be successful.

/s/ NEIL E. HARLAN  
CHAIRMAN, PRESIDENT AND CHIEF EXECUTIVE OFFICER

(Note: The item referred to above is available on request to Corporation Records, Standard & Poor's Corp., NYC.)

\*\*\*\*\*

#### CAPITALIZATION (Mar. 31 '84)

LONG TERM DEBT-	Outstg.
8% Conv. Subord. Debs., June 15, 1994.....	\$3,703,000
9 1/4% Conv. Subord. Debs., Mar. 15, 2008.....	80,000,000
8.05%-8.75% Notes, due thru Dec., 1989.....	*\$2,100,000
11 1/4%-11 1/4% Bank Notes, due thru June, 1984.....	12,500,000
5 1/4%-12 1/4% Indus. Rev. Bonds to 2012.....	25,615,000
Cap. Lease Oblig.	19,815,000
Other.....	24,120,000

TOTAL (Incl. \$30,918,000 curr.)... \$217,553,000

\*Issued to ins. cos.

STOCK-	Auth. Sha.	Outstg. Sha.
Ser. Pfd. no par.....	10,000,000	None
Cum. (Conv.) Pfd.		
\$35 par.....	6,000,000	
\$1.80 Ser. A.....		353,373
\$2.05 Ser. B.....		4,457
Common \$2 par.....	*60,000,000	†17,851,591
*Incl. 2,530,889 for conversion of Debs. and Pfd.; and 1,411,739 optioned to employees, with 404,908 for future grants.		
†Excl. 1,543,006 in treas.		

STOCK PURCHASE PLAN entitles employees to buy up to 116,150 unissued or treas. Com. sha.

Lines of credit provide up to \$12,000,000 in short term borrowings, with interest at prime or competitive money market interest rates—none taken down Mar. 31, 1984.

REVOLVING CREDIT AGREEMENT provides up to \$180,000,000, on a long term basis, with int. at prime or money market-based rates; commitment fee, 1/4% on unused portion. At Nov. 31, 1984, \$23,000,000 had been taken down.

#### CORPORATE BACKGROUND

Company operates thru the drug and health care, beverage, chemical and development groups.

In fiscal 1984, drug and health care group provided 57.7% of total revenues from continuing operations and 40.5% of operating income, before certain deductions (55.8% & 45.1% in fiscal 1983); beverage group 24.7% and 33.5% (28.2% & 33.9%); chemical 14.8% and 7.6% (15.7% & 11.0%); and development group 2.8% and 18.4% (2.3% & 10.0%).

DRUG & HEALTH CARE GROUP- McKesson Drug Co. is the largest drug wholesaler in the U.S. and the only nationwide wholesale distributor of ethical and proprietary drugs, toiletries, fragrances and sundries. Valu-Rite Pharmacies, Inc., wholly owned, provides retail drug stores with a common marketing identity, group advertising, purchasing programs and promotional merchandise. At Mar. 31, 1984, 1,600 stores were participating in these voluntary programs.

RDR Drug & Sundry Corp., wholly owned, distributes health and beauty aids, candy and sundry products to supermarkets in western states. Lone Star Veterinary Supply Co., Inc., wholly owned, distributes animal health products to veterinarians. Zee Medical Products Co., Inc., wholly owned, distributes first aid products and supplies to industrial and commercial customers. 3 PM, Inc., wholly owned, engages in distribution of computer systems and services to retail pharmacies and other businesses.

McKesson Wine & Spirits Co., wholly owned, is the largest wholesaler of wine and spirits in the U.S. Sales are made to liquor stores, restaurants, bars and other establishments from Co.'s distribution centers located in 13 states throughout the U.S. It holds distribution rights from most U.S. distillers, importers and wineries in one or more markets.

21 Brands, Inc. and Carlton Importing Co., both wholly owned, import and market certain alcoholic beverages including Ballantine's Scotch, Galliano liqueurs, Mt. Gay imported Barbados rums, Canadian Rich & Rare whisky, Folonari wines, Emmett Ireland's Cream Liqueur, San Miguel and St. Pauli Girl beer and Tio Pepe sherry. Mohawk Liqueur Corp., wholly owned, imports and markets alcoholic beverages including Martin's V.V.O. Scotch and Chartreuse liqueur and bottles and markets liqueurs, gin and vodka under the Mohawk label. Mohawk also blends and bottles for another company. A wholly-owned Italian subsidiary blends and bottles Galliano liqueurs and other products in a plant near Milan, Italy. Mt. Gay Distilleries Ltd., 60% owned, ages, blends and bottles rum in Barbados. Galliano International markets a line of alcoholic beverages in areas outside the U.S.

Water Division mainly processes and sells bottled drinking water in the metropolitan areas of Los Angeles, San Diego, San Francisco, Phoenix, Las Vegas, Dallas and Lubbock, Tex. thru its Sparkletts, Alhambra, Crystal and Hygeia brands. Division also sells and leases processes water dispensers and coolers; and under the Aqua-Vend trademark, it sells processed water thru coin operated vending machines in Cal., Ariz., Nev., Tex., La., and Fla.

CHEMICAL GROUP- McKesson Chemical Co., wholly owned, is the largest independent chemical distributor in the U.S. It distributes industrial and specialty chemicals to customers throughout the U.S. Its sales of liquid and dry chemicals are made mainly to customers for use in pharmaceuticals, cosmetics, food products, housing, auto, mining, and oil and gas industries.

McKesson EnviroSystems Co., wholly owned, specializes in reclaiming and recycling chemicals, mainly solvents, at facilities in Ky., Ill. and Puerto Rico.

McKesson Environmental Services provides technical assistance in analytical testing and engineering matters in regard to environmental assessment and regulatory compliance programs.

DEVELOPMENT GROUP- Armor All Products makes appearance protection products mainly in the automotive after-care market, which are marketed mainly thru mass merchandisers, automotive supply, hardware, grocery and drug stores.

Pharmaceutical Card System, Inc., wholly owned, is a processor of third-party prescription drug claims and a provider of computer-based marketing services.

McKesson Office Products is a national distributor of office products, computer supplies and office furniture.

PRINCIPAL SUBSIDIARIES- wholly owned or noted-

AMBI Medical Management Systems, Inc.

Beldere Corp.

Compufill Corp.

Corporacion Bonima, S.A.

Corporation of America

PCS of New York, Inc.

RDR Drug & Sundry Corp.

California Culinary Academy

Calox Intl., S.A.

Calox Ecuatoriana, S.A.

Calox Panama, S.A.

\*D.R.L.-S.p.A.

Dresden/Davis Org. (The), Inc.

Foremost/McKesson Property Co., Inc.

\*Crocker Homes, Inc.

Ditz-Crane

Ditz-Crane of Arizona, Inc.

Geothermal Food Processors, Inc.

\*Milex, B.V.

\*Golden State Insurance Co. Ltd.

McKesson EnviroSystems Co.

Inland Chemical of Puerto Rico, Inc.

Alhambra National Water Co., Inc.

Foremost Foods, Inc.

International Dairy Engineering Co. of Asia, Inc.

\*Taiwan Merchant Supply Co. Ltd.

Formac Trading Taiwan, Ltd.

"21" Brands, Inc.

Mohawk Liqueur Corp.

McKesson Wine & Spirits Co.

Sparkletts Drinking Water Corp.

Hygeia Bottled Water, Inc.

Mount Gay Distilleries Ltd. (60%)

Mosswood Wine Co. (The)

Pharmaceutical Card System, Inc.

Macfor International Finance Co.

Patent Technology, Inc.

W&S Catalogues, Inc.

Yami Products, Inc.

Moreland-McKesson Chemical Co., Inc.

Monterey Bay Co., Inc.

Valu-Rite Pharmacies, Inc.

Crocker Plaza Co.

First Aid, Inc.

Zee Medical Products Co., Inc.

Garrett-Hewitt Intl., Inc.

Lone Star Veterinary Supply Co., Inc.

3 PM, Inc.

Printing Press, Inc. (The)

\*Non-consolidated.

Company has several other subsidiaries, many with the name Foremost in their titles.

PROPERTY- Co. operates numerous plants and warehousing facilities in widely scattered locations.

CAPITAL EXPENDITURES, Yrs. End. Mar. 31: Thou. \$

1984..... 68,467 1983..... 63,007 1982..... 63,544

EMPLOYEES- Mar. 31, 1984, 11,100.

INCORPORATED in Md. Aug. 4, 1928, as McKesson & Robbins, Inc., and in that year and 1929 acquired control, by exchange of securities, of its predecessor, McKesson & Robbins, Inc., Conn., and 50 other old established wholesale drug houses. Business of predecessor was started in 1833. Name changed to Foremost-McKesson, Inc. on merger of Foremost Dairies, Inc. July 19 '67; and to present title July 28, 1983.

In fiscal 1983, disposed of certain Foods Group businesses, including the Foremost Dairies division for \$62,300,000 cash in Dec., 1982.

CHAIRMAN, PRES & CHIEF EXEC OFFICER, N.E. Harlan; V-P & GEN COUNSEL, D.J. Yellon; TREAS. G.A. Scholz; SECY, Nancy A. Miller; CONTR, T.B. Simone.

V-Pa- J.I. Johnston, R.R. Herrmann, Jr., J.A. Ditz, J.S. Wheaton, M.L. Krasnansky, A.G. Weiner, R.B. Miner, R.R. Malsen, H.E. Blattman, A.J. Seelenfreund, B.B. Blocker.

DIRECTORS- J.R. Renach, R.R. Hermann, Jr., R.R. Dockson, N.E. Marlan, Ezra Solomon, Malcolm Toon, R.B. Miner, Leslie L. Luttgens, E.B. Walsh.

CORPORATE OFFICE- One Post St., San Francisco, CA 94104 (Tel.: 415-983-8300). ANNUAL MEETING- In July.

# BOND DESCRIPTIONS

6% CONV. SUBORD. (S.F.) DEBS.; Due June 15, 1994

Authorized \$49,750,000  
Outstg. (Mar. 31, 1984) 3,703,000  
In truss 4,366,000  
Retired or Converted 41,681,000

INDENTURE DATED Oct. 15, 1969. INTEREST PAYABLE June & Dec. 15, to holders registered the preceding June & Dec. 1, respectively. PRINCIPAL PAYABLE at trustee's office. INTEREST GRACE PERIOD- 30 days.

TRUSTEE & REGISTRAR- Citibank, N.A., NYC. DENOMINATIONS- Fully registered, \$1,000 & multiples thereof.

SINKING FUND requires retirement on 30 days' notice at 100 & int. each June 15, thru 1993, of \$2,957,000 Debs., Co. having noncumulative option to retire up to a like amount more each year. Optional redemptions may not be used to reduce mandatory requirements. Credit may be taken for Debs. otherwise acquired or converted.

REDEEMABLE OTHERWISE on 30 days' notice at the following prices & int. thru each June 14, with price declining each year after to 100:

1985 101.50 1986 101.20 1987 100.90

CONVERTIBLE thru June 15, 1994 or earlier redemption date into Com. at \$30.66 a share (32.6158 sh. for each \$1,000 of Debs.), with no adjustment for int. or cash divs. Fractions settled in cash. Privilege protected against dilution, as defined, with adjustments made for cumulative changes of at least 1%. CONVERSION AGENT- Citibank, N.A., NYC.

SECURITY- A direct unsecured obligation, subordinated to senior debt, as defined.

## LISTED- NYSE:

1983	156	125	1982	144	94
1981	130	101 1/2	1980	111	87
1979	100	80 1/2	1978	89 1/2	76
1977	82 1/2	72	1976	80	68
1975	75 1/2	61	1974	79	60

9 1/2% CONV. SUBORD. (S.F.) DEBS.; Due Mar. 15, 2006.

Auth. & outstg. \$80,000,000

INDENTURE DATED June 15, 1981. INTEREST PAYABLE Mar. & Sept. 15, to holders registered the preceding Mar. & Sept. 1, respectively.

PRINCIPAL PAYABLE at offices of the registrars. INTEREST GRACE PERIOD- 30 days.

TRUSTEE- Bank of America N.T. & S.A., San Francisco.

REGISTRARS- The trustee and Chemical Bank, NYC.

DENOMINATIONS- Fully registered, \$1,000 and multiples thereof.

SINKING FUND requires retirement on 30 days' notice at 100 & int. of \$4,000,000 Debs. each Mar. 15, 1992-2005. Co. having non-cumulative option to retire up to a like amount more each year. Such optional redemptions may be used to reduce mandatory requirements. Credit may be taken for Debs. otherwise acquired or converted.

REDEEMABLE OTHERWISE on 30 days' notice at the following prices & int. thru each Mar. 14, with the price declining annually until Mar. 15, 2001, when the price of 100 is reached:

1985 108.29 1986 107.80 1987 107.32

CONVERTIBLE thru maturity into Com. stock at \$43.75 a share, with no adjustment for int. (unless called for redemption after record date and before interest date) or cash dividends. With respect to Debs. called, conversion rights terminate 5 days before redemption date on any Debs. called at Co's. election and on redemption date on any Debs. called otherwise, including redemptions for mandatory and optional sinking funds. Fractions settled in cash. Privilege protected against dilution, as defined, with adjustments made for cumulative changes of at least 1%. CONVERSION AGENTS- The trustee and Chemical Bank, NYC.

SECURITY- A direct unsecured obligation, subordinated to senior debt, as defined.

## LISTED-NYSE June 25, 1981:

1983	121	101	1982	109 1/2	81
1981	100	90 1/2			

# STOCK DATA

\$1.80 CUM. SERIES A (CONV.) and \$2.05 CUM.

SERIES B (CONV.) PFDS., both \$35 par, have preference over Com. to dividends payable quarterly Mar. 15, etc.; and in any LIQUIDATION of assets to \$35 & divs. REDEEMABLE on 30 days' notice: \$1.80 Ser. A at \$37 & divs.; \$2.05 Ser. B at \$35 & divs., and at holders option at \$31.50 & divs. to Jan. 24, 1988. CONVERTIBLE at any time (if called, thru redemption date): \$1.80 Ser. A into 1 1/4 Com. shs., and \$2.05 Ser. B into 1.5909 Com. shs., with no adjustment for cash dividends. Fractions settled in cash. Privilege protected against dilution, as defined, with adjustments made for cumulative changes of \$0.25 or more.

VOTING POWER- Both have one vote per share, same as Com., except that default of 6 quarterly dividends entitles holders to add two directors to the board.

DIVIDEND REINVESTMENT PLAN is offered thru Citibank, N.A., NYC.

COMMON REACQUIRED- May 6, 1981, Co. repurchased 1,550,787 of its Com. shs. (9.7%) from Sharon Steel Corp., for \$65,175,054 (\$42 a sh.).

STOCKHOLDERS- Mar. 31, 1984: Ser. A & Ser. B Pfd., 5,000; Com. 32,300.

TRANSFER AGENT & REGISTRAR- Morgan Guaranty Trust Co., NYC.

LISTED- \$1.80 Pfd. & Com. NYSE (Symbol MCK); also Pacific SE; Com. traded on Boston, Midwest and Phila. SEs:

1983	79 1/2	80 1/2	1982	73	48 1/2
1981	65	50 1/2 <td>1980</td> <td>55 1/2 <td>33 1/2</td> </td>	1980	55 1/2 <td>33 1/2</td>	33 1/2
1979	49	28 1/2 <td>1978</td> <td>37 1/2</td> <td>27 1/2</td>	1978	37 1/2	27 1/2
1977	31	25 1/2 <td>1976</td> <td>29 1/2</td> <td>22 1/2</td>	1976	29 1/2	22 1/2
1975	26	19 1/2 <td>1974</td> <td>26</td> <td>17 1/2</td>	1974	26	17 1/2

-Common-  
1983 51 37 1/2 1982 45 1/2 29  
1981 40 1/2 31 1/2 1980 35 20 1/2  
1979 30 1/2 17 1/2 1978 23 1/2 16 1/2  
1977 19 1/2 15 1976 18 1/2 13 1/2  
1975 14 10 1/2 1974 14 9 1/2

RECENT DIVIDENDS (Cal. Yrs.)- \$1.80 Ser. A and \$2.05 Ser. B Pfd. regularly paid.

1984	(to Oct. 1)	2.40	1983	2.40
1982	2.32	1981	2.12	1.89
1979	1.40	1978	1.17	1.02 1/2
1976	0.94	1975	0.89	0.88

\*Incl. \$0.60 pd. Oct. 1, to record Sept. 4.

Dividends have been paid on Com. each year since 1941.

4 1/2% Pr. Pfd. paid regularly to redemption Dec. 31, 1979.

DIVIDEND RESTRICTIONS- Under debt agreements and Pfd. stock provisions, retained earnings of \$70,000,000 at Mar. 31, 1984, were available for dividends and purchases of Co's. stock. Agreements also require the maintenance of a specified amount of working capital.

# EARNINGS AND FINANCES

AUDITORS- Deloitte, Haskins & Sells, San Fran.

## CONSOL. EARN., Y-E Mar. 31: Thou. \$

	Net Sales	Oper. Inc.	Depr. & Amort.	Inc. Taxes
1984	4,260,020	154,761	31,196	53,525
1983	4,053,713	153,835	35,025	61,805
1982	4,492,782	188,113	38,041	54,835
1981	4,132,585	146,650	33,194	45,329
1980	3,661,578	125,076	30,002	38,074
1979	3,313,155	122,191	27,785	42,494
1978	3,049,929	107,592	18,727	45,451
1977	2,694,619	83,234	14,402	30,091
1976	2,552,929	67,650	11,412	31,065
1975	2,378,344	78,812	11,037	31,669

	Fxd. Chgs.	Tma. Eam.	*Net Inc.	-*Sh. Eams.- Prim. Dtd.
1984	19,247	4.27	68,663	3.78
1983	31,585	3.00	56,493	3.36
1982	34,772	2.97	73,537	4.59
1981	28,519	3.12	69,255	4.33
1980	29,096	2.70	66,778	4.43
1979	24,027	3.05	57,740	4.08
1978	18,568	3.41	44,820	3.27
1977	16,748	3.12	35,505	2.62
1976	14,458	3.34	33,855	2.58
1975	18,257	2.90	34,734	2.70

\*Incl. inc. fr. discontd. ops. (Thou. \$): 1979, 3,526 or \$0.26 (\$0.26 dtd.); 1980, 8,521 or \$0.58 (\$0.51 dtd.); 1981, 8,687 or \$0.55 (\$0.48 dtd.); 1982, 4,903 or \$0.31 (\$0.28 dtd.); 1983, 6,715 or \$0.40 (\$0.34 dtd.); 1984, 5,686 or \$0.32 (\$0.28 dtd.).

Sh. eams. are as reported by Co. aReflects LIFO method of valuing chemicals & certain oth. mdae., which reduced net inc. by \$2,934,000 or \$0.25 per sh. (\$0.18 dtd.).

bExtension of LIFO acctg. reduced inc. fr. contng. ops. by \$7,298,000 or \$0.50 (\$0.40 dtd.).

## RESTATED EARN., Y-E Mar. 31: Thou. \$

(Reflects discontd. ops.)  
\*Net Income-  
Revs. fr. Contng. Ops. Contng. Ops. Amort. Per Sh. Amort. Per Sh.  
1983 3,827,902 58,638 3.21 62,143 60.11  
1982 3,547,999 62,487 3.55 11,070 0.59  
1981 3,202,091 49,708 2.78 19,548 1.07  
1980 2,801,411 41,480 2.37 25,298 1.45

dDeficit.  
\*As reported by Co. on fully diluted basis.

INFLATION ACCOUNTING ADJUSTMENTS: Co. reports restated revs., net inc. and sh. eams. fr. contng. ops. adjusted for effects of general inflation (in mil. of average fiscal 1984 dollars) as follows:

	1984	1983	1982	1981	1980
Revenues	4,275.9	3,959.1	3,658.8	3,812.4	3,759.2
Net income	60.4	80.8	82.2	38.0	24.1
Sh. eams.:					
Primary	\$2.77	\$3.60	\$3.87	\$2.19	\$1.45
Fully diluted	2.84	3.31	3.55	2.04	1.44

## Annual Report- Consol. Inc. Acct., Yrs. End. Mar. 31: Thou. \$

	1984	b1983	b1982
Net sales	4,260,020	3,807,041	3,529,908
Cost & exps.	4,105,259	3,667,884	3,387,905
Oper. income	154,761	139,177	142,003
Other inc., net.	15,858	20,861	18,091
Total income	170,617	160,038	160,094
Depreciation	31,196	25,879	20,587
Amort. of intangibles	3,672	2,605	2,192
Income taxes	53,525	48,190	49,820
Avail. for int.	82,224	85,564	87,495
Interest	19,247	28,828	25,028
Inc. fr. contng. ops.	62,977	58,636	62,487
Inc. fr. discontd. ops.	a5,686	ad2,143	11,070
Net income	68,663	56,493	73,537
\$1.80 pfd. divs.	685	783	907
\$2.05 Pfd. divs.	10	12	45
Com. divs.	41,782	39,487	34,859
Bal. after divs.	26,186	16,201	37,726
Sh. eams. fr. contng. ops.:			
*Primary	\$3.48	\$3.49	\$3.89
†Fully diluted	3.25	3.21	3.55
Fr. discontd. ops.:			
*Primary	0.32	d0.13	0.70
†Fully diluted	0.28	d0.11	0.59
Net income:			
*Primary	3.78	3.36	4.59
†Fully diluted	3.53	3.10	4.14
Int. Times			
Eams.	4.27	3.18	3.50
Int. & Pfd. Divs. Times	4.12	3.09	3.37

\*Aft. pfd. divs. avgs. com. & com. equiv. shs.: 1984-17,982,000; 1983-18,591,000; 1982-15,614,000.

†Assumes conversion of all of Co's. outstg. cvt. secs. aIncls. a gain on disposition of \$5,122,000 in 1984 and a loss of \$5,912,000 in 1983.

bReclassified.  
Note: Co. reports the following supplemental net inc. & sh. eams. fr. contng. ops. for the 1984, 1983 & 1982 yrs. adjtd. for the effects of inflation. (unaudited):

	1984	1983	1982
Current Cost Basis:			
Net inc. (thou. \$)	65,139	45,005	63,473
Com. eams.:			
Primary	\$3.03	\$2.66	\$3.95
Fully diluted	2.87	2.52	3.61
Constant Dollar Basis:			
Net inc. (thou. \$)	50,448	60,591	82,200
Com. eams.:			
Primary	\$2.77	\$3.60	\$3.87
Fully diluted	2.64	3.31	3.55

Consol. Bal. Sheet, Mar. 31: Thou. \$  
Assets- 1984 1983  
Cash 45,283 45,122

Receivables, net .....	389,118	339,929
Inventories .....	397,564	389,004
Prepayments .....	16,283	13,215
Tot. curr. assets .....	848,248	767,270
Investments .....	82,275	72,402
*Net property .....	243,480	209,867
Goodwill & oth. intan	84,004	30,075
Net assets of dia-		
contd. opera .....	123,954	232,881
Other assets .....	29,343	36,200
Total assets .....	1,411,304	1,348,476
Liabilities—		
Curr. debt, mat .....	30,918	14,138
Accts. & drafts pay ..	487,251	413,952
Taxes .....	27,732	12,556
Accruals .....	36,699	32,154
Divids. & int .....	18,448	16,930
Other curr. liab .....	32,929	27,337
Tot. curr. liab .....	611,975	517,067
Long term debt .....	186,637	263,285
Debr. inc. tax .....	60,040	57,840
†\$1.80 Ser. A pld. p.		
\$35 .....	12,368	14,371
†\$2.05 Ser. B pld. p.		
\$35 .....	156	191
†Com. stk. p. \$2 .....	38,789	37,707
aTreas. stk. com .....	dr51,225	dr75,382
Paid-in surp .....	103,293	117,029
Retain. eams .....	456,844	422,172
Accum. transl. adj. ...	dr7,573	dr5,805
Total liab .....	1,411,304	1,348,476
Net wkg. cap .....	236,273	250,203
Equity com. sh. ....	\$25.55	\$27.90
*Depr. res .....	147,256	116,270
†Shs.:		
\$1.80 Ser. A pld .....	353,373	410,604
\$2.05 Ser. B pld .....	4,457	5,450
Com .....	19,394,597	18,853,329
aShs .....	1,543,006	2,162,966

## LTV Corp.

### CAPITALIZATION

(Dec. 31, 1983, after giving effect to the acquisition of Republic Steel Corp. June 29, 1984)

LONG TERM DEBT—		Outstg.
5% Subord. (S.F.) Debs., Jan. 15, 1988 .....		\$181,626,300
7½% Subord. Debs., June 1, 1993 .....		206,114,100
11% Subord. S.F. Debs., 2000 & 2007 .....		90,100,000
9¼% S.F. Debs., 1997 .....		54,250,000
13¼% S.F. Debs., Dec. 1, 2002 .....		150,000,000
Bank Notes, due to 1990 .....		100,000,000
5% Gtd. (Subord.) Debs., July 1 '88 .....		43,840,000
6¼%-6¾% Subord. Debs., 1988-94 .....		134,117,100
10½ 1st Mtge. Bonds, due 2001 .....		111,100,000
3¼%-14% Mtge. Bonds and Pollution Control Oblig., due thru 2011 .....		434,400,000
Cap. Lease Oblig. ....		130,400,000
Other .....		996,652,600
TOTAL (incl. curr. amts.) .....		\$2,632,600,000

NOTE—Unused bank credit lines totaled, \$407,000,000 at Dec. 31, 1983.

STOCK—		Auth. Shs.	Outstg. Shs.
\$5 Ser. A Cum. (Conv.) Pld. \$5 par. ....		921,288	9205,964
Cum. Conv. Pld. \$1 par. ....			
\$3.06 Ser. B .....	6,000,000		6,000,000
\$5.25 Ser. C .....	1,500,000		1,500,000
\$1.25 Ser. D .....	7,000,000		5,346,723
Undesignated .....	10,500,000		
Ser. 1 Ptc. Conv. Pref. \$0.50 par. ....		3,000,000	c719,793
Special stock, \$0.50 par. ....			
Cl. AA Accum. Conv. ....	7,350,000		488,854
Undesignated .....	7,850,000		
Common \$0.50 par. ....	a150,000,000		b81,382,565
incl. 2,188,717 for conversion of 5% Gtd. Debs. of LTV Intl. N.V., subsid.; 733,281 for conversion of Cl. AA Special Stk.; 741,388 for conversion of Ser. 1 Pref. outstg.; 7,792,200 for conversion of Ser. B Pld.; 7,307,400 for Ser. C Pld.; and 6,523,002 for Ser. D Pld.; 1,124,688 for employee options, with 503,149 for future grants; 1,165,784 issuable upon exercise of Republic Steel Corp.'s options; and 9,677 for other purposes. Treas. shs. may be used to satisfy certain of these obligations.			
bExcl. 883,338 in treas.			
cExcl. 607,600 in treas.			
eln Feb., 1984, certain shs. were converted into 870,010 Com. shs. of Co., and the remainder were			

redeemed at \$6 per sh.

NEW FINANCING—June 13, 1984, Co. said it had obtained 8-year bank credit agreements totaling \$675,000,000, with int. based on prime, Eurodollar or certificate of deposit rates. The facilities are available to Co. and its subsidiaries, including newly acquired Republic Steel Corp.

### CORPORATE BACKGROUND

Company, thru subsidiaries, is engaged in steel operations (Jones & Laughlin Steel Corp., wholly owned; and Republic Steel Corp., acquired June 29, 1984, separately described); aerospace and defense operations (LTV Aerospace & Defense Co., formerly Vought Corp., separately described; and energy operations.

In 1983, steel provided 64.1% of sales and revenues from continuing operations bef. deducting intersegment sales (58.8% in 1982); energy products 10.9% (25.2%); and aerospace and defense 25.0% (16.2%).

STEEL GROUP—Jones & Laughlin Steel Corp. is an integrated iron and steel producer, with operations ranging from mining of iron ore, coal and other basic raw materials to production of finished steel.

Principal products are flat rolled, hot and cold rolled sheet, tin mill, galvanized, tubular and bar mill steel products, light plates and structural shapes, and rod and wire products. Most steel production is of carbon grade steel; a small portion is of alloy and stainless grade steel.

Classification of steel products shipped, based on total tonnage: %

	1983	1982
Sheet, Strip, & Light Plates .....	60	63
Tin Mill & Galv. Prods. ....	25	25
Tubular .....	4	11
All Other .....	11	11
Total .....	100	100

Steel plants are in Pa. (3), Ohio, and Ind.; and steel finishing plants in Ill. and Ohio.

Other Plant Facilities are in Ohio, Mich., Ind., N.J., Iowa, Miss., Conn., Kan. and Pa. Steel group also owns 6 terminal switching railroad companies that serve Co.'s steel plants.

Iron Ore—Steel Group leases two mines in Minn.; owns and leases certain undeveloped reserves in Minn. and Canada; and has a 35% interest in a partnership which holds interests in iron ore pellet operations in Mich. Other iron ore requirements are met thru its interest as a participant, mainly with other steel companies, in three separate mining ventures with concentrating and pelletizing facilities. These ventures are Erie Mining Co. in Minn., Iron Ore Co. of Canada, and Wabush Mines in Canada.

Dec. 31, 1983, net interest in proven crude ore reserves (including Co.'s proportionate shares in partnerships and ownership interests) were estimated at 624,671,000 gross tons of merchantable ore.

Coal Properties—Steel Group operates a coal mine in Greene County, Pa., and has interests in coal lands in McDowell and Raleigh counties, W. Va.

Dec. 31, 1983, active metallurgical coal reserves were estimated at 38,940,000 net tons.

Limestone—Steel Group has a 12.5% interest in Presque Isle Corp., which has 38,900,000 gross tons of proved limestone reserves in Mich.; and a 37.5% interest in Black River Lime Co., a partnership which owns limestone properties in Ky., with Co. having a share of proven reserves totaling about 94,100,000 gross tons.

In 1983, Steel Group produced 6,594,000 net tons of raw steel (8,488,000 in 1982).

Republic Steel Corp. (separately described), wholly owned, acquired June 29, 1984, is a producer of steel in carbon grades, and of alloy and stainless steels.

ENERGY PRODUCTS GROUP is one of the largest oilfield suppliers in the U.S. It makes and distributes machinery, equipment and supplies to the oil and gas drilling and production industry; and distributes tubular products, including casing, tubing and drill pipe, used in the drilling of oil and gas wells and in the production and transmission of oil and gas from these wells. Main plants are in Tex., Wash., and Okla.

AEROSPACE/DEFENSE GROUP designs, develops and makes military aircraft, commercial aircraft components, missiles, space launch vehicles and other aerospace products; and furnishes related support services. Co.'s main commercial and military aircraft facility in Dallas is owned by the U.S. Govt. Other plant facilities are in Ark., Tex., Ind. and N.Y.

PRINCIPAL OPERATING SUBSIDIARIES—wholly owned—Jones & Laughlin Steel Corp.; \*Republic Steel Corp.; LTV Aerospace & Defense Co. (formerly \*Vought Corp.); Continental Emaco Co.

\*Separately described.

CAPITAL EXPENDITURES—Yrs. End. Dec. 31: Thous. \$

1983... 254,700 1982... 290,100 1981... 301,600

In 1984, Co. planned to spend \$226,000,000.

EMPLOYEES—Dec. 31, 1983, 37,300.

INCORPORATED in Del. Nov. 20 '58 under name Ling Electronics, Inc. as a wholly-owned subsidiary of, and on Jan. 27 '59 merged, a Cal. company of the same name; name changed to Ling-Altec Electronics, Inc. June 1 '59, to Ling-Temco Electronics in July '60, to Ling-Temco-Vought, Inc. Aug. 18 '61, and to present title Apr. 28 '72.

Dec. 5, 1978, merged Lykes Corp. for a total consideration of \$185,800,000, consisting of 3,840,720 \$2.60 Ser. B Pld. shs. (valued at \$90,300,000), 1,383,107 Ser. 1 Participating Pref. shs. (\$9,300,000), 10,142,788 Com. shs. (\$88,500,000), and \$17,700,000 cash and costs. Operating subsidiaries of Lykes which were acquired in the merger included Youngstown Sheet & Tube Co. and Lykes Bros. Steamship Co., Inc.

July 31, 1981, spun-off to its shareholders all shs. of wholly owned Wilson Foods Corp., a processor and distributor of meat and food products. (see Recent Dividends below).

Dec. 31, 1981, merged wholly owned Jones & Laughlin Industries, Inc. (J & L), with Co. assuming J & L's 8¼% Subord. (S.F.) Debs., due Sept. 15, 1988, and 6¼% Subord. Debs., due Apr. 1, 1994.

In Feb., 1983, sold Lykes Brothers Steamship Co., Inc. to Intercoastal Steamship Corp., for \$85,000,000 cash and \$65,000,000 in notes.

### OFFICERS—

R. A. Hay, Chrm. & Chief Exec Officer  
G. E. Smith, Sr V-P, Secy & Gen Counsel  
J. J. Paulos, Sr V-P & Chief Fin Officer  
W. E. Meyer, Sr V-P  
Julian Scheer, Sr V-P  
S. M. Lambert, Sr V-P  
L. A. Drake, Group V-P  
D. H. Hoag, Group V-P  
R. L. Kirk, Group V-P  
J. W. Johnson, V-P  
B. F. Oram, V-P  
J. K. Meagher, V-P  
J. F. Powers, V-P & Treas  
R. L. Guyett, V-P & Contr

### DIRECTORS—

H.W. McCall, Jr., R.A. Hay, Russell DeYoung, E.C. Joulilian, III, M.F. Granville, J.M. Roche, C.P. Lykes, John Elmore, A.B. Thayer, W.H. Bricker, A.V. Casey, E.B. Jones, H.J. Bolwell, R.H. Holdt, J.G. Breen.

ADDRESS—1600 Pacific Ave., P.O. Box 225003, Dallas, TX 75285 (Tel.: 214-746-7711). ANNUAL MEETING—In May.

### BOND DESCRIPTIONS

6% SUBORD. (S.F.) DEBS.; Due Jan. 15, 1988	
Authorized .....	\$510,111,600
Issued .....	489,781,000
Outstg. (Dec. 31, 1983) .....	181,626,300
Retired or in treas. ....	308,134,700

ORIGINALLY ISSUED under Ling-TemcoVought, Inc. title; now traded under LTV Corp. title.

INDENTURE DATED Jan. 15, 1988. INTEREST PAYABLE (from Apr. 15, 1988) Jan. & July 15, to holders registered the preceding Dec. 31 & June 30, respectively. PRINCIPAL PAYABLE and Debs. may be transferred at trustee's office and at authenticating agent, Manufacturers Hanover Trust Co., NYC. INTEREST GRACE PERIOD—30 days.

TRUSTEE & REGISTRAR—First Natl. Bank, Dallas. CO-REGISTRAR—Manufacturers Hanover Trust Co., NYC.

DENOMINATIONS—Fully registered, \$1,000 and multiples thereof. When Debs. are used to pay purchase price on exercise of warrants, Debs. may be issued in denominations of \$100 and \$500.

SINKING FUND requires retirement at 100 & int. each Jan. 15, 1979-87 of 5.56% of Debs. issued, Co. having option to redeem up to like amount more each year. Optional payments may not be used to reduce mandatory requirements. Credit may be taken for Debs. acquired otherwise on Debs. surrendered on exercise of warrants.

REDEEMABLE OTHERWISE on 30 days' notice at the following prices and int. thru each Jan. 14, with price declining each year after to 100:

1985..... 101.00 1986..... 100.75 1987..... 100.50

SECURITY—A direct unsecured obligation subordinated to senior debt, as defined.

### LISTED—NYSE:

1983..... 77 63¼ 1982..... 66 54¼  
1981..... 62¼ 51¼ 1980..... 59¼ 46¼

4-8/5/1  
 75/1  
 255451  
 200 INDUSTRIAL INC  
 2110000 8000  
 1 BOX 138  
 20000 80 25575

1100-015, 100-878-0821  
 20000000 COUNTY 2550, 100 (20000000, 80)

1000000 100 TEXTILE FINISHING CHEMICALS AND INDUSTRIAL CHEMICALS

10000 100 10000 10000  
 10000 100 10000 10000

100 1000000 10000

	1000000 YEAR	10000 YEAR (1000 1000)	1000 YEAR (1000 1000)
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1000 1000	25,500,000	25,500,000	10,000,000
1000000 10000	175	150	170
1000000 10000	175		

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# 8 ABC MARKETS

## ABC MARKETS

See MANCHESTER MAIN CORP

## ABC MARKETS 1 THROUGH 6

See A B C MARKET CORP

D-U-N-S 08-334-4770

## ABC REALTY CO

90 Great Neck Rd, Waterford, CT 06385

Tel (203) 442-5228 Sales 300M Emp 1

SIC 6531 6513 Real Estate Investors & Apartment

Management

Bk Hartford Nat Bk

Accts William Hannaford

Lgl Csl Greg Benoit

Leo J Archambault

Owner

## ABC SELF STORE-IT

See OTTAWAY HAROLD

D-U-N-S 02-864-0415

IMP EXP

## ABCO HARDWARE & BUILDERS SUP\*

4339 E Imperial Hwy, Lynwood, CA 90262

Tel (213) 636-8184 Sales 16MM Emp 170

SIC 5072 Whl Hardware

\*Gerald Goldberg

Pr

S Joyce Goldberg

VP

Gene Broman

Comp

Vern Brewer

Mgr Sis

Hai Ball

Pur

D-U-N-S 00-336-0393

IMP EXP

## ABCO INDUSTRIES INC (SC)

Railroad Rd, Roebuck, SC 29376

Tel (803) 576-6821 Sales 20MM Emp 150

Tlx/Twx 810-282-2579

SIC 2843 2869 Mfr Textile & Thermal Oxidation

Chemicals

Bk Bankers Tr Co, Spartanburg

Accts Ernst & Whinney, Spartanburg

Lgl Csl Robert A Shelor Jr, Spartanburg

\*Albert B Bullington Jr

Ch Bd Pr Tr

\*L C Davis

Ex VP Sis Mktg

\*Eula D Bullington

VP

\*Rebecca B Taylor

Sec

John C Broadnax

Prod Mktg

D-U-N-S 00-551-2306

EXP

## ABDITE INDUSTRIES INC

8400 Beech Daly, Taylor, MI 48180

Tel (313) 291-4000 Sales 2MM Emp 25

SIC 3544 3724 3542 Mfr Tools Dies Prototype Jet

Engine Components Machine Tools & Machine Tool

Accessories & Measuring Devices

\*Oliver Luzzio

Pr Tr

\*Marie Luzzio

VP Sec

\*Jack Newcombe

Asst Sec

D-U-N-S 00-481-5650

IMP

## ABEL M D CO (TX)

301 N Colorado, Midland, TX 79702

Tel (915) 683-4628 Sales 1MM Emp 6

SIC 1311 Oil & Gas Producer

Bk First Nat Bk

Accts Keith Unruh

Lgl Csl J T Fitzpatrick

\*Malcolm D Abel

Pr

D-U-N-S 00-307-5504

IMP

## ABELL A S CO\* (MD)

SUNPAPERS

1113 Fidelity Bldg, Baltimore, MD 21201

Tel (301) 332-6000 Sales 100MM Emp 1900

SIC 2711 4833 4832 6711 Newspaper Publisher

Television & Frequency Modulation Radio Broadcasting &

Holding Company

\*Gary Black

Ch Bd Pr

\*William S Abell

V Ch B

Louis Francioni

VP

John J Banach

VP

J T Crowder Jr

VP Sec Tr

K G Davis

Comp

Charles Hines

Prd

Catherine Kesemeyer

Pur

William S Abell Jr

Gary Black Jr

George Bunting Jr

Dean Osborn Elliott

Robert Garrett

William E McGuirk

Reg Murphy

Donald Patterson

Wm F Schmuck Jr

Steven Seymour

D-U-N-S 00-510-4229

IMP EXP

## ABELL-HOWE CO\* (IL)

7747 W Van Buren St, Forest Park, IL 60130

Tel (312) 379-6300 Sales 20MM Emp 150

SIC 1541 3536

General Building Contractors

Nonresidential Buildings & Hous Industrial Cranes &

Monorail Systems

Bk Continental IL Nat Bk & Tr Co, Chicago

Key Knoll

\*Warren J Haeger

James F Bond

Sec Fin Dt Pr

Tr Opers

Sis Advt Mktg

D-U-N-S 01-077-7001

## ABELOVE HOLDING CORP

851 Broad St, Utica, NY 13501

Tel (315) 797-2600 Sales 18MM

SIC 7213 7218 6711 Linen & Industrial Lau

Services Holding Company

\*Milton A Abelow

Ch Bd

\*H David Abelow

Pr

William B Blatter

Ex VP

\*Sidney Gennis

VP

\*Norman I Siegel

Sec

\*C Louis Abelow

Tr

## ABELOVE LINEN SUPPLY

See ASSOCIATED LINEN SERVICES INC

D-U-N-S 00-983-9077

## ABERCROMBIE A L INC

150 N Main, Wichita, KS 67202

Tel (316) 262-1841 Sales 11MM

SIC 1311 1381 Oil & Gas Lease Operator &

Oil & Gas Wells

\*A L Abercrombie

Pr

\*Jerry A Langrehr

Ex VP

\*G W Sowles

VP Prd

Mildred Saxton

Sec Tr

\*Gordon F Ott

Asst Sec Asst Tr

Jack L Partridge

D-U-N-S 00-983-9085

## ABERCROMBIE DRILLING INC (KS)

801 Union Center Bld, Wichita, KS 67202

Tel (316) 262-3443 Sales 6MM

SIC 1381 Drilling Oil & Gas Wells

\*Albert L Abercrombie

Pr

Jerry J Langrehr

VP

G W Sowles

VP

Mildred Saxton

Sec Tr

D-U-N-S 04-375-0488

## ABERCROMBIE J S MINERAL CO INC (TX)

5005 Riverway, Houston, TX 77227

Tel (713) 627-9440 Sales NA

SIC 1311 6552 Oil Gas Exploration Subdivc

Developers

\*J Abercrombie

Pr

Jack H Hooper

VP

John B Howenstine

VP

Rod K Moore

VP

Seth Mc Means

Sec

D-U-N-S 03-393-1221

## ABERDEEN AUTO PARTS

Main St Central, Aberdeen, ID 83210

Tel (208) 397-4026 Sales 228M

SIC 5531 Ret Automotive & Home Supplies

E W Lannett

Owner

D-U-N-S 08-148-6854

## ABERDEEN FED SVGS LN ASSN (WA)

E 1st & N Broadway, Aberdeen, WA 98520

Tel (206) 532-6222 Sales NA

SIC 6123 Savings & Loan Association

Bk Federal Home Ln Bk, Seattle

Accts Touche Ross & Co, Seattle

Lgl Csl Jack Burtch

\*Robert S Moorsan

Ch Bd

\*Thomas W Benken

V Ch B

\*H G Johnson

Pr

\*Richard A Hornchick

Sr VP Tr

James A Boora

VP Opers

William A Mc Caw

VP Lns

Jerald Shaw

VP Svcs

Robert E Fairchild

VP Comp

Donna M Spere

Sec

Charles Quest Jr

Pur

Kris Molesworth

Advt Mktg

Guy Goebel

Dt Pr

Jennifer Storm

Prs

Robert Bracken

Kenneth Mc I

Richard E Scroggs

D-U-N-S 09-950-0415

## ABERDEEN MFG CORP DE (NY)

16 E 34th St, New York, NY 10016

Tel (212) 889-8380 Sales 105MM

SIC 2391 2392 3999 2514 2519 3262

Curtains & Draperies House Furnishings Met.

Furniture Vitreous China Table & Kitchen Art.

\*Judah Lober

Pr

Charles Rether

VP

Gerald Levine

VP

Neele Stearns

VP

Benjamin Z Gould

Sec

Fred Gould

Sec

Norman La Peters

Sec

5-7/77  
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 100-1

100-1  
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100-1

100-1

	CURRENT YEAR	TREND YEAR (1977-1978)	1978 YEAR (1977-1978)
100-1	10	2	2
100-1	17	10	10
100-1	17		

100-1

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8/5/1  
0663132  
ORO ENTERPRISES INC  
BROOKS BLVD  
PO BOX 18390  
SPARTANBURG, SC 29318

TELEPHONE: 803-579-4530  
SPARTANBURG COUNTY SMSA: 232 (GREENVILLE, SC)

BUSINESS: HOLDING COMPANY & MFRS INDUSTRIAL CHEMICALS

PRIMARY SIC: 7394 EQUIPT RENTAL/LEASING  
SECONDARY SIC: 2819 INDL INORGANIC CHEMS.

YEAR STARTED: 1970

	CURRENT YEAR	TREND YEAR (DEC 1983)	BASE YEAR (DEC 1980)
SALES (\$):	1,520,000 E	0	0
EMPLOYEES TOTAL:	18	NA	NA
EMPLOYEES HERE :	1		

SALES GROWTH (%): NA  
EMPLOYMENT GROWTH (%): NA

SQUARE FOOTAGE: NA RENTED  
SALES TERRITORY: U.S. NUMBER OF ACCOUNTS: 100

THIS IS:  
A MANUFACTURING LOCATION  
A HEADQUARTERS LOCATION  
A CORPORATION

DUNS NUMBER: 03-928-2397  
HEADQUARTER DUNS: 03-928-2397  
CORPORATE FAMILY DUNS: 03-928-2397

PRESIDENT: GUTIERREZ, CARLOS / PRESIDENT

For Use by The  
Secretary of State

Secretary of State  
**Columbia**  
29211

MAIL THIS RETURN  
WITH THE FEE OF  
\$5 ON OR BEFORE  
THE LAST DAY TO  
THE SECRETARY OF  
STATE, P. O. BOX  
11350, COLUMBIA,  
S.C., 29211.

File No. D20667  
Fee Paid \_\_\_\_\_  
C. B. 27188  
Date \_\_\_\_\_

Return For  
Period Ending JUN 30, 1983  
RETURN IS DUE ON OR BEFORE THE 15TH DAY OF THE 3RD  
MONTH FOLLOWING THE CLOSE OF THE TAXABLE YEAR

NAME AND ADDRESS

RETURN DUE ON OR  
BEFORE

UNISPHERE CHEMICAL CORP  
PO BOX 18390 HILLCREST STA  
SPARTANBURG SC

29318

SEP 15, 1983

570562041

92

8000

06

20604377-0

Employer Identification No.

Business Code

File Number

Incorporated under the Laws of the State of South Carolina on 7-26-83

If Foreign Corporation, the date qualified to do business in the State of South Carolina is \_\_\_\_\_

The Registered Office of the corporation in the State of South Carolina is Road 57 in the city of Spartanburg, and Registered Agent at such address is Carlos D. Gutierrez

If Foreign Corporation, The Registered Office and Agent in the State of Jurisdiction is \_\_\_\_\_

Was the name of the corporation changed during the year? No Give old name \_\_\_\_\_

Location of principal office in S.C. Spartanburg Nature of principal business in S.C. Chemical Manufacturer

The corporation's books are in care of Barbara H. Gutierrez Located at Company office

If corporation dissolved \_\_\_\_\_ Has charter \_\_\_\_\_  
or quit business, give date \_\_\_\_\_ been cancelled? No Give date \_\_\_\_\_

The Names of the Officers and Directors and Percentage of Stock Ownership in the Corporation Are:

NAME AND PERCENTAGE OF STOCK HELD	ADDRESS AND OFFICE
<u>Carlos D. Gutierrez</u>	<u>Spartanburg, SC</u> <u>President</u>
<u>Barbara H. Gutierrez</u>	<u>Spartanburg, SC</u> <u>Vice-President</u>

**AFFIDAVIT**

I the undersigned principal officer of the corporation for which this return is made, declare that this return including accompanying statements and schedules, has been examined by me and is to the best of my knowledge and belief a true and complete report made in good faith, for the taxable period as stated, pursuant to the Code of Laws 1962 as amended and the Regulations issued under authority thereof.

This Return is filed by

James E. Gutierrez, Jr.  
7/28/83  
Date

Signature of Officer Authorized to Sign

Barbara H. Gutierrez  
JP  
Title

The total amount of Stated Capital is:

Total paid in Capital Stock	\$	79,485
Total paid in capital Surplus	\$	80,000

The total amount of Stated Capital is \$ 159,485

## CHAPTER 25

### Business Corporations—Annual Reports, Powers of Secretary of State; Miscellaneous Provisions

Section 33-25-10. Annual Reports of Domestic and Foreign Corporations.

Each domestic corporation and foreign corporation authorized to do business in this State which is required to file an annual report with the South Carolina Tax Commission under Title 12, Chapter 19 of the 1976 Code shall file an annual report with the Secretary of State at the time specified for filing an annual report with the South Carolina Tax Commission, setting forth:

(a) The name of the corporation and its jurisdiction of incorporation.

(b) The name of its registered agent in this State and address of the registered office of the corporation in this State; and in the case of a foreign corporation the address of its registered or principal office in the jurisdiction of its incorporation.

(c) The names and business and residence addresses of the directors and officers of the corporation.

(d) Such other information as shall be required in the reports submitted to the South Carolina Tax Commission under Section 12-19-20.

11/5/1  
 0014386  
 NATIONAL STARCH & CHEMICAL\*  
 10 FINDERNE AVE  
 BRIDGEWATER, NJ 08807

TELEPHONE: 201-685-5000  
 SOMERSET COUNTY SMSA: 409 (NEWARK, NJ)

BUSINESS: MFR ADHESIVES RESINS AND STARCHES

PRIMARY SIC: 2891 ADHESIVES & SEALANTS  
 SECONDARY SIC: 2821 PLASTICS MATERIAL  
 SECONDARY SIC: 2046 WET CORN MILLING  
 SECONDARY SIC: 2869 INDL ORGANIC CHEMS

YEAR STARTED: 1978

	CURRENT YEAR	TREND YEAR (DEC 1983)	BASE YEAR (DEC 1980)
SALES (\$):	756,000,000	691,000,000	474,000,000
EMPLOYEES TOTAL:	4,600	4,600	3,730
EMPLOYEES HERE :	4,600		
SALES GROWTH (%):	46		
EMPLOYMENT GROWTH (%):	23		

SQUARE FOOTAGE: NA RENTED  
 BANK: CHASE MNHTTN BNK  
 ACCOUNTING FIRM: MAIN HURDMAN

THIS IS:  
 A HEADQUARTERS LOCATION  
 A SUBSIDIARY  
 A CORPORATION  
 A MILLION DOLLAR DIRECTORY COMPANY

DUNS NUMBER: 00-151-9230  
 HEADQUARTER DUNS: 00-151-9230  
 PARENT DUNS: 09-432-0132  
 CORPORATE FAMILY DUNS: 09-432-0132

CHAIRMAN: CALDWELL, CARLYLE G. / CHAIRMAN OF THE BOARD

PRESIDENT: GRUBMAN, WALLACE K. / PRESIDENT  
 VICE PRESIDENT: BATTAGLIA, A. G. / VICE PRESIDENT  
 VICE PRESIDENT: MURPHY, FRANCIS L. / VICE PRESIDENT  
 VICE PRESIDENT: SAMPSON, HAROLD R. / VICE PRESIDENT  
 VICE PRESIDENT: DE WOLFE, ROBERT A. / VICE PRESIDENT  
 VICE PRESIDENT: ALBERT, ROBERT B. / VICE PRESIDENT  
 VICE PRESIDENT: SEGAL, SOL A. / VICE PRESIDENT  
 VICE PRESIDENT: STONE, WILLIAM H. / VICE PRESIDENT  
 SALES: DEWOLFE, ROBERT A. / V P - SALES  
 MANUFACTURING: PECK, DANIEL F. / V P - MANUFACTURING  
 MANUFACTURING: BINTZ, ROBERT A. / V P - MANUFACTURING  
 CONTROLLER: KELLEHER, BART / V P - CONTROLLER  
 PURCHASING: WALKER, D. / PURCHASING AGENT  
 EXECUTIVE VICE PRESIDENT: THUNE, SIDNEY F. / EXECUTIVE VICE PRESIDENT

Se by The  
Secretary of State

Secretary of State  
Columbia  
29211

MAIL THIS RETURN  
WITH THE FEE OF  
\$5 ON OR BEFORE  
THE LAST DAY TO  
THE SECRETARY OF  
STATE, P. O. BOX  
11350, COLUMBIA,  
S.C., 29211.

File No. F-4398  
Fee Paid \_\_\_\_\_  
C. B. 16997  
Date \_\_\_\_\_

Return For  
Period Ending DEC 31, 1982

RETURN IS DUE ON OR BEFORE THE 15TH DAY OF THE 3RD  
MONTH FOLLOWING THE CLOSE OF THE TAXABLE YEAR

NAME AND ADDRESS

RETURN DUE ON OR  
BEFORE

NATIONAL STARCH + CHEMICAL CORP  
10 FINDERNE AVE  
BRIDGEWATER NJ 07007

MAP 15, 1983

131522451

29

3496

17

20151228-3

Employer Identification No.

Business Code

File Number

Incorporated under the Laws of the State of Delaware on 7/5/28

If Foreign Corporation, the date qualified to do business in the State of South Carolina is 10/24/74

The Registered Office of the corporation in the State of South Carolina is Chas S. Tanner Co. in the city of Greenville, and Registered Agent at such address is H. V. Lemaster

If Foreign Corporation, The Registered Office and Agent in the State of Jurisdiction is \_\_\_\_\_

Was the name of the corporation changed during the year? NO Give old name \_\_\_\_\_

Location of principal office in S.C. Greenville Nature of principal business in S.C. Mfg of Chem.

The corporation's books are in care of R. B. Albert Located at 10 Finderne Ave  
Bridgewater, N.J.

If corporation dissolved or quit business, give date \_\_\_\_\_ Has charter been cancelled? \_\_\_\_\_ Give date \_\_\_\_\_

The Names of the Officers and Directors and Percentage of Stock Ownership in the Corporation Are:

NAME AND PERCENTAGE OF STOCK HELD

ADDRESS AND OFFICE

See Attached

Schedule

AFFIDAVIT

I the undersigned principal officer of the corporation for which this return is made, declare that this return including accompanying statements and schedules, has been examined by me and is to the best of my knowledge and belief a true and complete report made in good faith, for the taxable period as stated, pursuant to the Code of Laws 1962 as amended and the Regulations issued under authority thereof.

This Return Prepared By

Date

Signature of Officer Authorized to Sign

Asst. Treasurer

The total amount of Stated Capital is:

Total paid in Capital Stock	\$	_____
Total paid in capital Surplus	\$	_____

The total amount of Stated Capital is \$ \_\_\_\_\_

## CHAPTER 25

### Business Corporations—Annual Reports, Powers of Secretary of State; Miscellaneous Provisions

Section 33-25-10. Annual Reports of Domestic and Foreign Corporations.

Each domestic corporation and foreign corporation authorized to do business in this State which is required to file an annual report with the South Carolina Tax Commission under Title 12, Chapter 19 of the 1976 Code shall file an annual report with the Secretary of State at the time specified for filing an annual report with the South Carolina Tax Commission, setting forth:

(a) The name of the corporation and its jurisdiction of incorporation.

(b) The name of its registered agent in this State and address of the registered office of the corporation in this State; and in the case of a foreign corporation the address of its registered or principal office in the jurisdiction of its incorporation.

(c) The names and business and residence addresses of the directors and officers of the corporation.

(d) Such other information as shall be required in the reports submitted to the South Carolina Tax Commission under Section 12-19-20.

NATIONAL STARCH AND CHEMICAL CORPORATION  
10 FINDERNE AVENUE  
BRIDGEWATER, NEW JERSEY 08807

The Board of Directors

Dr. Carlyle G. Caldwell  
Mr. Frank G. Greenwall  
Mr. Donald D. Pascal  
Mr. Harold R. Sampson  
Mr. Wallace K. Grubman  
Mr. Frederick L. Bissinger  
Mr. Henry A. Correa  
Mr. Donald J. Donahue  
Mr. Oscar M. Ruebhausen

The Officers of the Corporation

Dr. Carlyle G. Caldwell	Chairman of the Board
Mr. Frank K. Greenwall	Chairman of the Finance Committee
Mr. Donald D. Pascal	Chairman of the Executive Committee
Mr. Harold R. Sampson	Vice President
Mr. Wallace K. Grubman	President
Mr. Alfred G. Battaglia	Group Vice President
Mr. Nicholas G. Marotta	Group Vice President
Mr. Francis L. Murphy	Group Vice President
Mr. Robert B. Albert	Vice President and Treasurer
Mr. Irwin Cohen	Vice President and General Manager
Mr. Herbert J. Baumgarten	Vice President and Secretary
Mr. Robert A. DeVolfe	Vice President
Mr. William H. Stone	Vice President
Mr. Frank V. Caccavo	Vice President
Mr. James A. Kennedy	Vice President
Mr. Bartholomew P. Kelleher	Controller
Mr. Alexander J. McCarthy	Vice President
Mr. Daniel F. Peck	Vice President
Mr. Thomas F. Walsh	Vice President
Mr. Albert A. Krajenski	Assistant Treasurer

Systems Fluorescent Work Lamps & Decorative  
Fluorescent Fixtures  
MARKETING SVCS DIV Designs & Produces Printed  
Labels Swatches & Binders For Carpet Industry & Prints  
Business Forms  
NATIONAL LINEN SVC DIV Rental Of Linens Uniforms  
Operating Room Packs & Dust Control Materials  
NORTH BROTHERS INSULATION DIV Heating & Cooling  
Insulation Sales & Contractors  
SELIG CHEMICAL DIV Mnfr Maintenance Chemicals For  
Industrial Use  
ZEP CHEMICAL DIV Mnfr Of Maintenance Chemicals For  
Industrial Use  
SIC 3646 7213 2842 2321 1799 2642 Mnfr  
Lighting Fixtures & Linen & Uniform Services Mnfr Mens &  
Boys Shirts Fabricated Insulation Products Envelopes  
Chemicals Supplies Furniture Sample Swatching &  
Furniture Rental  
Bk First Nat Bk  
Accts Arthur Andersen & Co  
Lgl Csl Arnall Golden & Gregory  
\*Erwin Zaban Ch Bd CEO  
\*Sidney Kirschner Pr Chief Optg Ofcr  
\*Robert H Creviston Sr VP Fin Tr  
David Levy Sr VP Sec Genl Counsel  
H R Dressel Jr VP Taxes  
Don W Hubble VP Gp  
Hiram F Griffiths VP Gp  
John A Bostater Cont  
W Lee Bunge David C Garrett Jr  
Joel Goldberg William C Hatcher  
Jesse Hill Jr Robert M Holder Jr  
Milton N Weinstein Thomas R Williams

D-U-N-S 02-101-6738  
NATIONAL SHIPBUILDING CORP (LA)  
Hwy 316, Bourg, LA 70343  
Tel (504) 594-5846 Sales 2MM Emp 25  
SIC 3731 Ship Building  
\*Gary Jones Pr  
Henry Labit VP  
Richard Cenac Sec

D-U-N-S 00-698-8117 IMP  
NATIONAL SHIRT SHOPS INC DE (NY)  
(Suby of NATCO INDUSTRIES INC DE)  
19 W 34th St, New York, NY 10001  
Tel (212) 244-5210 Sales 63MM Emp 1400  
Exch DSE IMS OTC  
SIC 5136 7392 5611 Mens Wear Purchasing Agent  
Bk European American Bk  
Accts David Berdon & Co  
Lgl Csl Richenthal & Birnbaum  
\*Thomas DiBenedetto Ch Bd  
\*Barry G Davison V Ch B  
\*Ray Fisher Pr CEO  
\*Carl Simon VP Tr  
Danny Markowitz David G Richenthal  
Robert S Ferguson Nicholas J Principe

D-U-N-S 00-697-8639 IMP  
NATIONAL SHOES INC  
65 Sprague St, Boston, MA 02136  
Tel (617) 364-3000 Sales 104MM Emp 2500\*  
SIC 5661 Ret Shoes  
\*Fred K Siegel Ch Bd  
\*Sherman N Baker Pr CEO  
Paul Rosenberg Pr Natl Div  
Kenneth Siegel Ex VP  
Alan I Weinstein Sr VP Tr  
Lawrence Geller VP Opers  
Robert Becker VP & Pr J Baker Div  
Norman Goldman VP Pers Security  
Irving Scherline VP Store Opers Field  
Robert Schoen VP R E  
\*Walter Feldesman Sec  
Philip Rosenberg Cont  
Louis Freid Milton Lewis  
Mac M Siegel Stanley Simon

D-U-N-S 04-915-8942 IMP EXP  
NATIONAL SILVER INDUSTRIES INC  
(Suby of TOWLE MFG CO\*)  
241 5th Ave, New York, NY 10016  
Tel (212) 689-7300 Sales 49MM Emp 470  
Tkr Sym NSL Exch AMS  
F B ROGERS SILVER CO DIV Mnfr & Whl Silverplated  
Holloware  
NATIONAL SILVER CO DIV Import & Whl Housewares  
SIC 3914 5023 3914 Import & Whl Housewares Whl  
Home Furnishings Silverware Plateware Holloware Stainless  
Steelware & Metal Stampings Mnfr Silverplated Holloware  
Bk Irving Tr Co  
Accts Alexander Grant & Co  
Lgl Csl Parker Chapin Flattau & Milmp  
\*Milton Bernstein Ch Bd CEO  
\*Harold Gross Pr  
\*Bernard J Shields VP  
\*A Budd Weisman VP  
Jack J Zippelman Sec  
Bernard Bernstein Richard Bernstein  
Monroe Chapin Edward Levin

Herbert Silverman Robert H Solot  
D-U-N-S 02-360-8383  
NATIONAL SMLTNG & RFNG CO INC  
(Suby of STANDARD METALS CORP)  
451 Bishop St NW, Atlanta, GA 30381  
Tel (404) 876-7361 Sales NA Emp 108  
SIC 3341 Secondary Smelting & Refining Nonferrous  
Metals  
R L Puckett Pr

D-U-N-S 06-880-2529  
NATIONAL SNTN FNDTN TSTG LAB\* (MI)  
(Suby of NATIONAL SANITATION FOUNDATION\*)  
3475 Plymouth Rd, Ann Arbor, MI 48105  
Tel (313) 769-8010 Sales 4MM Emp 80  
SIC 7391 Research & Development Laboratories  
Bk Ann Arbor Bk  
Accts Velker St John Raham Weidmayer  
Lgl Csl Dykema Gsst Spncr Goodnw TRG  
\*Dr McClelland Pr  
Tom S Gable Sr VP Advt  
Janice E Burguard Sec Dt Pr  
Carole Y Vanluven Tr Prs  
James L Brown Sls Intl

D-U-N-S 00-151-9230 IMP EXP  
NATIONAL STARCH & CHEMICAL\* (NJ)  
(Suby of UNILEVER UNITED STATES INC)  
10 Findeme Ave, Bridgewater, NJ 08807  
Tel (201) 685-5000 Sales 668MM Emp 3800  
Tkr Sym NSC  
ADHESIVES & RESINS DIVS  
NATIONAL ADHESIVE DIV

STARCH DIV  
SIC 2891 2046 2821 Specialty Products Mnfr  
Adhesives Starches Resins & Chemicals  
\*Dr Carlyle G Caldwell Ch Bd CEO  
\*Donald D Pascal Ch E C  
\*Frank K Greenwall Ch F C  
\*Wallace K Grubman Pr Chief Optg Ofcr  
\*Sidney F Thune Ex VP  
\*S A Segal Sr VP Fin Admn  
\*Harold R Sampson VP Human Resources  
Robert A DeWolfe VP  
Robert A Birtz VP Starch Mfg  
Frank V Caccavo VP Mgt Svcs  
James A Kennedy VP Intl  
Alexander J Mc Carthy VP European Opers  
Daniel F Peck VP Pur Chem Mgt Adhesvs  
Herbert J Baumgarten VP Sec Genl Counsel  
R B Albert VP Fin Tr  
William H Stone VP Mgr  
Thomas F Walsh VP Mgr Food Pds Div  
\*A G Battaglia Gp VP Corp Ping & Rsch  
\*Nicholas G Marotta Gp VP Starch Div  
\*Francis L Murphy Gp VP Adhesives Resins  
Bert Kelleher Cont  
D Walker Pur  
Frederick L Bissinger Donald J Donahue  
Henry A Correa Oscar M Ruebhausen

D-U-N-S 00-177-6533  
NATIONAL STATE BK (NT)  
68 Broad St, Elizabeth, NJ 07201  
Tel (201) 354-3400 Sales NA Emp 1640  
SIC 6025 Bank  
Accts Peat Marwick Mitchell & Co, Short Hills  
Lgl Csl MacKenzie Welt Duane & Lechner  
\*Mary G Roebeling Ch Bd  
\*W Emilen Roosevelt Pr CEO  
\*John J Connelly Ex VP Chief Optg Ofcr  
Anthony A Leonetti Sr VP  
Peter F Beil Sr VP Admn  
Robert D Seratine Sr VP Ln Admn  
Eugene J Weidner Sr VP Opers  
Edward G Zraer Sr VP Prs  
Dolores M Regal Sr VP Pur Genl Svcs  
Raymond W Lehnies Sr VP Sls Mktg  
John L Joseph Sr VP Fin  
James A Young Sr VP Trst Ofcr  
Anthony J Orsini Sr VP Cshr  
Marjorie B Dufford VP  
Paul Stizza VP  
Angelina T Rotella VP  
Thomas J O'Donnell VP  
Thomas Farley VP  
Frank Jarvis VP  
John P Almeida VP Cornl Ln  
Robert M Applegate Jr VP Cornl Ln  
Karl W Blum VP Intl  
John M Fields VP Computer Pressing Sys  
Arthur C Campbell Jr VP Branch Admn  
Patrick J Ceruso VP Corp Svcs  
Joseph F Catelli Jr VP Cornl Ln Trenton  
Teresa A Busichio VP Branch Admn  
John F Cavicchia VP Deposit Opers  
Louis A DeAngelo Jr VP Instl Ln  
Audrey M Dilbertis VP Cornl Ln Actg  
Robert T Donnelly VP Bus Dev  
William A Erickson VP Cornl Ln  
William J Fuller VP Bldg Facilits TeleCom  
James D Haney VP Ln Review

Edgar Gonzalez  
Donald A Kramer  
Ross K Mason  
Steven A Massey  
Joseph J Narducci  
Charley C Nickerson  
Robert A Wells  
Howard A Louderback  
Philip T Sheehan  
Richard A Page  
Gabriel J Patricia  
Michael M Popovich  
Victor A Rizzo  
Thomas E Russell  
Frank A Rosendo  
John M Short  
Gerald W Tamburro  
John Tierney  
Arthur Weiner  
Frank J Tefano  
Bernard F Cimo  
M Scott Eakaley  
Nancy M Fallon  
Frederic K Becker Esq  
J Kenneth Boyles  
William M Bristol  
Harry N Corbin Jr  
Mortimer Greenspan  
Joseph M Humberstone  
Robert W Kean Jr  
Donald M Liddell Jr  
Don G Mitchell  
Martin L Ritter  
Joel D Siegel Esq

D-U-N-S 01-408-2000  
NATIONAL STATES INSURANCE CO  
6635 Delmar, St Louis, MO 63116  
Tel (314) 862-6990 Sales NA  
SIC 6321 Accident & Health Insurance  
\*Thomas R Green  
Charles Rariden  
Byron Katcher

D-U-N-S 01-417-2000  
NATIONAL STEEL & COP PLANT  
508 W 26th St, New York, NY 10001  
Tel (212) 620-9100 Sales NA  
SIC 5051 5043 Whl Steel & Copper  
Photographic Equipment  
\*Jon R Mardon  
Vacant  
Don Harper  
Louis Touchet  
Mark Todrin

D-U-N-S 01-417-2000  
NATIONAL STEEL & TURBINE CO  
301 E Compton Blvd, Gardena, CA 90247  
Tel (213) 770-2133 Sales NA  
SIC 5051 Whl Steel  
Bk Security Pacific Nat Bk Los Angeles  
Accts Charles M Sanders Esq  
Lgl Csl Gould & Merriman  
\*Jack Goldberg  
Louis Zabel  
Mililee Goldberg

D-U-N-S 00-100-2000  
NATIONAL STEEL CORP (PA)  
20 Stanwix St, Pittsburgh, PA 15201  
Tel (412) 394-4100 Sales NA  
Tkr Sym NSZ Exch NYSE  
GRANITE CITY STEEL DIV (PA)  
Rolling Mills Mnfr Cold Rolled Steel  
GREAT LAKES STEEL DIV (OH)  
Rolling Mills  
HANNA IRON ORE DIV  
MIDWEST STEEL DIV (OH)  
Rolling Mills  
NATIONAL ALUMINUM DIV  
STEAMSHIP DIV  
WEIRTON STEEL DIV (OH)  
Rolling Mills  
SIC 3312 3313 3316  
Subsidiaries Integrated Steel & Aluminum  
Bk Citibank New York  
Accts Ernst & Whinney  
Lgl Csl Thorp Reed & Armstrong  
\*Howard M Love  
\*George B Angewine  
\*Richard S Smith  
James E Haas  
William E Cotter Jr  
Joseph F Devanney  
William F Ewart  
Anthony M Frank  
William A Haas  
G Watts Humphrey Jr  
George Pulanos  
Thomas J Mavor  
John A McCrea  
Fred E Tucker

## Set Items Description

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1 1 DN=09-432-0132

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1690647

UNILEVER UNITED STATES INC

10 E 53RD ST

NEW YORK, NY 10022

TELEPHONE: 212-888-1260

NEW YORK COUNTY SMSA: 406 (NEW YORK, NEW YORK)

BUSINESS: MFR SOAPS, DETERGENTS, EDIBLE OILS, BLENDER & PKR OF TEAS,  
DEHYDRATED SOUPS & MFR ADHESIVES & STARCHES, SPEC CHEM

PRIMARY SIC:	2841	SOAP, OTHER DETERGENT
SECONDARY SIC:	2079	LARD & COOKING OILS
SECONDARY SIC:	2099	FOOD PREPARATION NEC
SECONDARY SIC:	2034	DRIED DYHD FRTS VEG
SECONDARY SIC:	2891	ADHESIVES & SEALANTS
SECONDARY SIC:	2046	WET CORN MILLING

YEAR STARTED: 1977

	CURRENT YEAR	TREND YEAR (DEC 1983)	BASE YEAR (DEC 1980)
SALES (\$):	2,900,000,000	2,620,000,000	1,940,000,000
EMPLOYEES TOTAL:	15,000	15,000	15,000
EMPLOYEES HERE :	20		

SALES GROWTH (%): 35

EMPLOYMENT GROWTH (%): 0

SQUARE FOOTAGE: NA RENTED

BANK: CHASE MNHTTN BNK

ACCOUNTING FIRM: PRICE WATERHOUSE

THIS IS:

A HEADQUARTERS LOCATION

A CORPORATION

A MILLION DOLLAR DIRECTORY COMPANY

DUNS NUMBER: 09-432-0132  
HEADQUARTER DUNS: 09-432-0132  
CORPORATE FAMILY DUNS: 09-432-0132

CHAIRMAN: STEVENS, G K G. / CHAIRMAN OF THE BOARD

VICE PRESIDENT: LUNGHINO, D. J. / VICE PRESIDENT

VICE PRESIDENT: BANDLER, N. W. / VICE PRESIDENT

SECRETARY: ST CLAIR, D. W. / SECRETARY

TREASURER: MC PEAK, J. / TREASURER

CONTROLLER: CASS, FERGUS / V P - CONTROLLER

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\$2.20 0.022 Hrs File516 1 Descriptor

\$0.18 Uninet

\$2.00 1 Types

\$4.38 Estimated Total Cost

**D-U-N-S 00-794-2972**  
**UNIGARD MUTUAL INS CO INC (WA)**  
 1215 4th Ave, Seattle, WA 98161  
 Tel (206) 292-1234 Sales 226MM Emp 1280  
 SIC 6331 Multiple Line Property & Casualty Insurance  
 Bk First Interstate Bk of WA  
 Accts Touche Ross & Co

*J D Porter	Ch Bd CEO
*D H Thompson	Pr Chief Optg Ofc Fin
B H Clark	Ex VP Insurance Opers
R L Brown	Sr VP Underwriting
G W McGill	Sr VP Claims
F M Payne	Sr VP Mktg
G A Reid	VP
R R Barnitt	VP Prs
E E Saran	VP Dt Pr
Daniel J Jacques	VP Sec
E I Gates	Tr
W J Rieck	Cont
H M Wilbanks	Genl Counsel
H Colvin	Pur
K A Jones	Advt
D J Evans	R S L Roddis
J G McCurdy	Wylie M Hemphill
R B Weber	M M Gates
J D Koehnman	A V Smith
J A Thorpe	

**D-U-N-S 00-948-1730**  
**UNIGARD OLYMPIC LIFE INSUR CO\* (WA)**  
 15805 NE 24th, Bellevue, WA 98009  
 Tel (206) 643-3962 Sales 33MM Emp 120  
 Exch DSE IMS OTC  
 SIC 6331 Life Health Accident Insurance  
 Bk Rainier Nat Bk, Seattle  
 Accts Touche Ross & Co, Seattle

*Jay D Porter	Ch Bd
*E R Porter	Pr
Robert W Eschrich	VP
Donald E Folkman	VP Mktg
James R Hearldson	VP Mktg
Glen Manheim	VP Dt Pr
Joseph W Sterne	VP Opers
Robert A Jensen	VP Sis Mktg
*Daniel J Jacques	Sec
Eugene Ira Gates	Tr
Anna Tahara	Cshr
Gene Goodwin	Pur
Ken Lloyd	Advt
Robert Barnitt	Prs

**D-U-N-S 05-759-8138**  
**UNIGENE LABS INC (DE)**  
 110 Little Falls Rd, Fairfield, NJ 07006  
 Tel (201) 882-0860 Sales 1MM Emp 18  
 SIC 7392 Biochemistry & Molecular Biology Research  
 & Development  
 Bk Citibank NA, New York, NY  
 Accts Arthur Andersen & Co, New York, NY  
 Lgl Csl Becker Ross & Stone, New York, NY

*W Levy	Pr
R Levy	VP Fin Pur Prs

**D-U-N-S 00-896-5303 IMP EXP**  
**UNIJAX INC (FL)**  
 (Suby of IU INTERNATIONAL CORP)  
 1301 Gulf Life Dr, Jacksonville, FL 32203  
 Tel (904) 398-3181 Sales 375MM Emp 2200  
 BIGGERS BROTHERS DIV  
 CLARK & LEWIS DIV  
 HOBART-MCINTOSH PAPER CO DIV  
 UNIJAX DIV  
 UNISERVE DISTRIBUTION CO DIV  
 SIC 5113 2642 Whl Printing & Writing Paper  
 Groceries Frozen Foods Meats & Meat Products Fresh  
 Fruits & Vegetables Mnfr Envelopes

*Walter L Moore	Pr
T H Oliver	VP Chicago IL
Ronald E Davis	VP Tr
*Frank B Baldwin III	Sec
John B Turbidity	

**UNILEC**  
 See UNITED ELECTRIC CO-OP\*

**D-U-N-S 09-432-0132**  
**UNILEVER UNITED STATES INC (NY)**  
 (Suby of UNILEVER NV)  
 10 E 53rd St, New York, NY 10022  
 Tel (212) 888-1260 Sales 2620MM Emp 15800  
 SIC 2841 2079 2099 2034 2891 2046 Mnfr  
 Soaps Detergents Edible Oils Blend & Pack Teas  
 Dehydrated Soups & Mnfr Adhesives & Starches Wet Corn  
 Milling & Holding Company

*M R Angus	Ch Bd CEO
*Lee H Bloom	V Ch B
Vacant	Pr
Ned W Bandler	VP Dev Ping Admn
Nigel J Stapleton	VP Fin
Donald J Lughino	VP Genl Counsel
David W St Clair	Sec
John McPeak	Tr
Fergus Cass	Comp

Carlyle G Caldwell  
 Eric Hart  
 John W Riehm  
 A W P Stenham

Thomas S Carroll  
 Donald D Pascal  
 W K Grubman  
 Hubert M Tibbetts

**D-U-N-S 00-145-5245 EXP**  
**UNIMATION INC (CT)**  
 (Suby of WESTINGHOUSE ELECTRIC CORP)  
 Shelter Rock Rd, Danbury, CT 06810  
 Tel (203) 744-1800 Sales 71MM Emp 700  
 Exch DSE IMS OTC  
 SIC 3569 Mnfr Industrial Robots

*J Engelberger	Pr
P H Ockerman	Ex VP Mgr
J R Tedrick	Fin
J Puerto	Pur
S J Polcyn	Sls
G Munson	Mktg
V Kocenko	Mfg
I Pance	Engg
R Wilder	Prs

**D-U-N-S 04-525-6583**  
**UNIMAX CORP**  
 54 E 64th St, New York, NY 10021  
 Tel (212) 755-8800 Sales 86MM Emp 1720  
 Tkr Sym UMX Exch AMS  
 SIC 3643 3622 3679 3495 2793 Mnfr Current-  
 Carrying Wiring Devices Industrial Controls Electronic  
 Components Wire Springs Photengraving  
 Bk Chemical Bk  
 Accts Pearl Marwick Mitchell & Co  
 Lgl Csl Paul Weiss Rifkind Whrtn Grsn

*Arthur L Carter	Ch Bd
*Tom Scheinman	Pr
Richard S Wiesenthal	Ex VP Tr
Jules Martinez	Sr VP
Peter Gioia	VP
Warren J Kaplan	VP Comp
John D Sicher Jr	VP Genl Counsel
Seymour Hertz	Sec

**D-U-N-S 00-215-6669 EXP**  
**UNIMED INC (NJ)**  
 35 Columbia Rd, Somerville, NJ 08876  
 Tel (201) 526-6894 Sales 2MM Emp 16  
 Exch OTC  
 SIC 2834 Mnfr Pharmaceutical Preparations  
 Bk Chemical Bk, New York, NY  
 Accts Pearl Marwick Mitchell & Co, Short Hills  
 Lgl Csl Gaston Snow Beekman & Bogue, New York, NY

*James Morton	Ch Bd
*Paul V Bollenbacher	Pr
Robert N Morris Ph D	VP Prd Mktg
Helen W Smith	Sec
Gilbert J Bradfield	Tr Pur Prs
Robert McConnon	Sls Mktg

**D-U-N-S 04-608-8183**  
**UNINET INC (DE)**  
 (Suby of UNITED TELECOMMUNICATIONS INC)  
 10951 Lakeview Ave, Shawnee Msn, KS 66219  
 Tel (913) 541-4497 Sales 18MM Emp 242  
 SIC 4899 Enhanced Data Communications Network  
 Services  
 Bk Commerce Bk of KC, Kansas City, MO  
 Accts Arthur Young & Co, Kansas City, MO

*W E McDonald	Pr
J L Magruder	VP
D J Geraghty	VP Systems Dev
R R Hoke	VP Opers
Larry H Nevel	VP Sis
*Dennis D Shrewsbury	Fin
Howard Stern	Mgr Mktg
*R C Harris	Prs
T Smelcer	Pur

**D-U-N-S 04-034-8658**  
**UNION AK PIPELINE CO\* (CA)**  
 (Suby of UNION OIL CO OF CA\*)  
 461 S Boylston, Los Angeles, CA 90051  
 Tel (213) 977-6215 Sales NA Emp 6  
 SIC 4213 7399 Trucking & Miscellaneous Business  
 Services

*V E Grimshaw	Pr
*L F Grandey	VP
*S A Snyder	VP
N C Mayder	VP
John Allen	VP Sec
R L Walton	Tr
E J Takach	Comp

## CONSOL. EARN. (Co. only pr. to 1978), Yrs.-End.

Mar. 31: Thou. \$	Gross Inc.	Fxd. Chgs.	Tms. Earn.	*Net Inc.	*Sh. Earnings
1984	29,044	2,515	2.10	2,787	0.58
1983	29,578	3,848	1.68	2,044	0.41
1982	29,210	2,858	1.13	383	0.08
1981	23,817	2,962	1.17	496	0.16
1980	24,748	2,519	1.18	412	0.12
1979	14,488	2,024	1.07	134	0.04
1978	13,743	4,964	d0.13	d5,811	d2.39
1977	11,598	5,030	d3.38	d21,908	d10.08
1976	7,923	8,072	d3.88	d29,832	d13.83
1975	21,713	29,438	d0.18	d34,808	d18.92

dDeficit.

\*Bef. extraord. items (Thou. \$):

	Amnt.	Prim.	Dnd.
1984	cr1,899	cr0.39	cr0.25
1983	cr6,268	cr1.26	cr0.72
1982	cr3,805	cr0.83	cr0.47
1981	cr480	cr0.15	cr0.10
1980	cr500	cr0.15	cr0.08
1979	cr171	cr0.05	cr0.05
1978	cr22,832	cr9.83	cr2.06
1977	cr14,437	cr6.64	cr6.84
1976	cr12,710	cr5.85	cr5.85
1975-74	None	None	None

Sh. earnings are as reported by Co.

Note: Co. reports dtd. sh. earnings as follows. (\$)

1984	1983	1982	1981	1980
0.35	0.28	0.08	0.10	0.12
1979	1978	1977	1976	1975
0.04	d0.43	d10.08	d13.63	d15.92

## Annual Report-Consol. Inc. Acct., Yrs. End. Mar. 31: Thou. \$

	1984	b1983	b1982
Mtgs. invests.:			
Interest inc.	2,023	802	971
Fees & oth. income	5,325	5,844	1,482
Sales revs.	18,310	11,975	14,223
Rents	5,388	10,855	12,534
Gross income	29,044	29,578	29,210
Oper. exps.	13,582	13,785	15,748
Depreciation	573	1,070	1,244
Equity in earnings, as soc. Co.	1,129	—	—
Oth. misc. exps.	9,186	7,267	7,382
Inc. taxes	1,540	1,784	376
Prov. loan loss res.	—	—	1,219
Avail. fxd. chgs.	5,282	5,890	3,241
Fxd. chgs.	2,515	3,848	2,858
Inc. bef. extraord. item	2,787	2,044	383
Extraord. item	cr1,889	cr6,268	cr3,805
Net income	4,656	8,310	4,188
Sh. earnings, bef. extraord. item:			
*Primary	\$0.58	\$0.41	\$0.08
†Fully diluted	0.35	0.28	0.08
Extraord. item per sh.:			
*Primary	cr0.39	cr1.26	cr0.83
†Fully diluted	cr0.25	cr0.72	cr0.47
*Net inc. per sh.:			
*Primary	0.95	1.87	0.91
†Fully diluted	0.60	0.98	0.55
F.C. times			
earn	2.10	1.58	1.13
*Avge. com. & com. equiv. shs. incl. wrts. & stk. options	4,872,385	4,965,581	4,574,448
†Assuming conversion of 8% debts.			
aFr. gain on extinguishment of debt in 1983; gain on exch. of assets in 1982 & tax loss carryforwards in all years.			
bReclassified.			
Notes: On Mar. 31 '84 Co. has avail. \$48,800,000 of net oper. loss carryforwards.			

Consol. Bal. Sheet, Mar. 31: Thou. \$

	1984	b1983
Assets—		
Cash & equiv.	4,072	880
Mtgs. rec.	7,295	13,191
Rece.	8,124	2,932
Real estate held for sale	12,498	14,200
Allow. for losses	cr6,000	cr6,155
Real estate held for invest. & develop.	38,527	26,349

Equity invest. in as soc. Co.	8,558	—
Oth. assets	6,254	2,929
Total assets	74,328	64,328
Liabilities—		
Accts. pay. & accord.	3,560	2,098
Mtgs. notes pay.	31,915	17,038
Sub. debts	11,575	13,848
Less orig. iss. disc.	dr409	dr493
a\$0.08 pld. cl. A series 1 p. \$0.10	33	33
†\$0.08 pld. cl. A series 2 p. \$0.10	28	28
*Com. stk. p. \$0.10	675	433
Paid in surp.	50,747	48,634
Undistributed earnings	d22,632	d27,287
Unreal. loss on mkt. bld. secs.	dr1,062	—
Total liab.	74,328	64,328
dDeficit.		
*Shs.	5,751,031	4,328,465
†Shs.	260,000	260,000
aShs.	329,000	329,000
bReclassified.		

## Unilever N. V.

## CAPITALIZATION (Dec. 31 '83)

LONG TERM DEBT—	(Thou. Fl.)
4½%-9¼% Bonds, to 1993	1,205,000
Subsid. debt	659,000
Other	1,410,000
TOTAL (incl. Fl. 1,080,000,000 cur.)	3,274,000

STOCK—	Auth.	Outstg.
7% Cum. Pref. Fl.	—	—
1,000 par	75,000	29,000
6% Cum. Pref. Fl.	—	—
1,000 par	200,000	161,000
4% Red. Cum. Pref. Fl. 100 par	75,000	75,000
Ordinary Fl. 20 par	*1,000,000	*640,000

\*An additional 2,400 Ordinary Fl. 1,000 par were authorized, all of which were held by a subsidiary of N.V. (1,200 shs.) and a subsidiary of Unilever PLC (1,200 shs.), both of which waived rights to divd. All such 2,400 shs. issued were eliminated in consolidation.

## CORPORATE BACKGROUND

Incorporated in Holland, Co. and Unilever PLC (formerly Unilever Ltd.) control a vast international enterprise, including substantial portions of the soap and margarine industries of the world. With certain exceptions, assets in the British Empire are vested in Unilever PLC, while those elsewhere are held by Co. Directorate is identically the same for both companies, and except for tax purposes, the two companies operate as one organization.

Details as to principal products and other items are published in the description of Unilever PLC.

EMPLOYEES-Group: Dec. 31, 1983, 267,000.

INCORPORATED in The Netherlands Nov. 9, 1927, as N.V. Margarine Unie. Name changed to Unilever N.V. in 1930, to Lever Brothers & Unilever N.V. in 1937, and to present title in 1952. For further details, see Unilever PLC.

DIRECTORS- H.F. van den Hoven (Chrm), K. Durham (Vice Chrm), J.P. Erbe (Vice Chrm), R.W. Archer, P.V.M. Egan, J. Louren, G.K.G. Stevens, Sir Geoffrey Allen, J.A. Houtzager, M.R. Angus, T. Thomas, H. Meij, A.W.P. Stenham, E.J. Verloop, F.A. Maljers, C.F. Sedcole, J.L.E.B. Quarles van Ufford, F.W.L. Mann, K.H. Velhuis.

ADVISORY DIRECTORS- Sir Eric Faulkner, Viscount Leverhulme, F.L. Byrom, B.W. Biesheuvel, T. Brownlth, Lord Hunt of Tanworth, P.-P. Schweitzer, D. Spethmann, E.P. Wellenstein.

SECRETARIES- J.D. Keir, T. Orion.

OFFICE- Burgemeesters' Jacobplein 1, 3015 CA, Rotterdam, The Netherlands.

## STOCK DATA

EQUALIZATION AGREEMENT- See Unilever PLC.

7%, 6% and 4% PREF. rank pari passu for cumulative dividends (7% and 6% payable Oct. 1, and 4% Jan. 1), and in LIQUIDATION are entitled to par & divd. REDEEMABLE (4% issue) at any time on at least one month's notice, in whole or in part, at par. VOTING RIGHTS- One vote per share of Fl. 20 of any class. For details regarding participating arrangement with Unilever PLC, in accordance with 1937 Equalization Agreement, see description of Unilever PLC.

LISTED- Amsterdam and London SEs (Ord. also listed on Paris, Hamburg, Berlin, Duesseldorf, Frankfurt Main, Zurich, Brussels, Antwerp and other European Exchanges).

PRICE RANGE- London SE; sub-shs., Fl. 12: -7% Pref.- -6% Pref.-

	-Decimal Currency-		
1983	80	50	50
1982	100	60	50
1981	160	115	No Sales
1980	No	Sales	No Sales
1979	200	200	240
1978	300	220	335
1977	300	258	200
1976	285	200	190
1975	268	230	—
1974	185	167	150

-4% Pref.- -Ordinary-

	-Decimal Currency-		
1983	26	15	33.8
1982	60	25	27.1
1981	70	40	19.83
1980	85	85	18%
1979	90	90	27%
1978	155	155	27%
1977	150	120	28%
1976	170	130	29%
1975	145	100	25%
1974	90	87	12.95

RECENT DIVIDENDS- 7%, 6% & 4% Pref. paid regularly.

	-Ord. Fl. 20 par (Fl.)-		
May 29, 1984	8.58	1983-82	12.04
1981	9.84	1980	10.48
1978	8.80	1977	8.58
1975	7.25	1974	6.71

Cash dividends paid continuously since 1935.

Dividend Tax- Dividends from Dutch companies are subject to 15% Dutch Tax. As of Jan. 1, 1947, residents or corporations of U.S., not engaged in trade or business in the Netherlands thru a permanent establishment may claim exemption from dividend tax under treaty signed Apr. 29, 1948. Treaty was amended in 1968.

## NEW YORK SHARES

Ord. shs. of N.Y. registry of Fl. 20 par issuable by Morgan Guaranty Trust Co., NYC.

REGISTRAR- Citibank, N.A., NYC.

LISTED- NYSE (Symbol-UN); also traded Boston, Midwest and Phila. SEs:

	(Composite in 1976 & aft.)		
1983	83¼	86¼	77½
1981	63¼	48¼	64¼
1979	67¼	56¼	62¼
1977	58	47¼	49¼
1975	47¼	32¼	43¼

## RECENT DIVIDENDS (\$)-

6-11-84	2,368,242	1983	3,601,093
1981	3,870,027	1980	4,451,548
1979	3,737,978	1978	3,346,367
1977	2,824,878	1976	2,559,183
1975	2,482,458	1974	2,198,266

Note: U.S. residents are subject to 15% Dutch tax; amounts shown are net after tax.

## EARNINGS AND FINANCES

AUDITORS- Price Waterhouse and Coopers & Lybrand.

CONSOL. EARN., Y-E Dec. 31: Mil. Fl.

	Sales	Oper. Income	Income Tax	Net Income
1983	35,857	2,801	918	959
1982	32,861	2,490	732	831
1981	32,821	2,599	693	927
1980	29,435	2,300	636	871
1979	26,125	2,009	608	583
1978	23,293	1,788	548	497
1977	22,823	1,653	456	482
1976	20,728	1,892	479	616
1975	21,088	1,305	358	334
1974	20,070	1,567	484	528
1973	18,760	1,696	570	685

COMB. EARN. OF UNILEVER N.V. & UNILEVER LTD., Y-E Dec. 31: Mil. Fl.

	Sales	Oper. Income	Depr.
1983	59,434	4,361	1,139

1982	55,903	4,141	1,153
1981	56,115	4,423	1,068
1980	51,488	4,000	1,015
1979	43,251	3,430	857
1978	39,271	3,174	777
1977	39,879	3,107	749
1976	36,493	3,337	694
1975	36,705	2,878	692
1974	34,471	2,771	682
1973	29,197	2,846	653

	Income	Net Income	*Sh. Earnings (U.S.\$)
1983	1,568	1,713	9.95
1982	1,351	1,595	10.78
1981	1,381	1,864	13.42
1980	1,384	1,437	11.86
1979	1,133	1,344	12.54
1978	1,259	1,104	9.91
1977	1,184	1,141	8.86
1976	1,179	1,199	8.83
1975	883	788	5.14
1974	953	932	6.47
1973	1,012	1,122	7.08

\*As reported by Co. per Fl. 20 of capital.

Note: Conversion rate; U.S.\$ equals:

1983	1982	1981	1980	1979
Fl. 3.06	Fl. 2.83	2.47	Fl. 2.15	Fl. 1.90
1978	1977	1976	1975	1974
Fl. 1.97	Fl. 2.28	Fl. 2.45	Fl. 2.69	Fl. 2.54

#### Annual Report—Consol. Inc. Acct., Yrs. End. Dec. 31: Mil. Fl.

	1983	1982
Sales	35,657	32,881
Cost & expenses	32,858	30,388
Oper. income	2,801	2,475
Concern sh. of as- soc. cos. profit	21	35
Other income	278	294,000
Total income	3,100	2,804
Depreciation	802	738
Income taxes	918	732
Interest	347	444
Minority int.	74	61
Net income	959	831
Prf. divs.	15	15
Ord. & Defr. divs.	417	385
Bal. after divs.	527	431

Consol. Bal. Sheet, Dec. 31: Mil. Fl.		
	1983	1982
Assets—		
Cash	1,188	1,490
Mktble. secs.	1,151	477
Accts. Rec.	4,778	4,169
Inventories	5,191	4,580
Tot. curr. assets	12,308	10,716
Trade invests.	57	54
Assoc. cos.	105	111
Long term recbils.	398	517
*Net property	6,278	5,737
Total assets	19,144	17,135
Liabilities—		
Curr. debt mat.	1,080	954
Accts. pay.	5,185	4,385
Taxes	674	509
Divds. pay.	280	248
Tot. curr. liab.	7,099	6,094
Long term debt	2,194	2,140
Long term recs.	182	57
Minority int.	303	440
Inter-group items	65	92
Defr. tax & oth. prov.	1,030	984
Unfund. retire. bene- fits	1,885	1,825
Prf. stk.	285	285
Ord. stk.	840	840
Cap. surp.	52	52
Retain. eams.	6,489	4,888
Total liab.	19,144	17,135
Net wkg. cap.	5,209	4,822
*Depr. & am. res.	6,241	5,813

#### Group Inc. Acct., Yrs. End. Dec. 31: Mil. Fl.

	1983	1982
Sales	59,434	55,903
Cost & exps.	55,073	51,829
Oper. income	4,361	4,074
Concern sh. of as- soc. cos. profit	218	232
Other income, net	508	550
Total income	5,087	4,856
Depreciation	1,139	1,153
Income taxes	1,568	1,351
Interest	532	635
Minority int.	137	122
Net income	1,713	1,595
Prf. divs.	16	16

Ord. & defr. divs.	634	578
Bal. after divs.	1,063	1,001
*Sh. eams:	159.95	1510.78
*Sh. per Fl. 20 of capital:	55.719,254.	
†Conversion rate: U.S. \$ equals:	1983, Fl. 3.06;	
1982, Fl. 2.83.		
Group Bal. Sheet, Dec. 31: Million Fl.		
Assets—	1983	1982
Cash	2,400	2,349
Mktble. secs.	1,744	885
Accts. rec.	8,338	7,442
Inventories	9,267	8,390
Tot. curr. assets	21,747	19,046
Trade invests.	86	188
Assoc. cos.	934	819
Long term recbils.	434	555
*Net property	11,110	10,108
Total assets	34,311	30,716
Liabilities—		
Notes pay.-bank		
adv.	2,032	1,952
Accts. pay.	6,362	7,148
Taxes	949	931
Divds. pay.	432	372
Tot. curr. liab.	11,775	10,401
Long term debt	3,168	3,048
Minority int.	597	692
Defr. tax & oth. prov.	2,213	1,951
Unfund. retire. bene- fits	2,528	2,068
Prf. stk.	288	287
Ord. stk.	1,189	1,189
Cap. surp.	91	90
Retain. eam.	12,810	11,348
Conv. res.	dr348	dr358
Total liab.	34,311	30,716
Net wkg. cap.	9,972	8,845
*Depr. & am. res.	9,214	8,466
†Restated.		

## Unilever PLC

### CAPITALIZATION (Dec. 31 '83)

	Outstg.
LONG TERM DEBT— (Pnds Stg.)	
6¼% Deb. Stock, 1985-88	10,000,000
5¼% Unsecured Loan Stock, 1991-2006	2,200,000
7¼% Unsecured Loan Stock, 1991-2006	54,700,000
Subsid. Debt	90,000,000
Other	181,000,000
TOTAL (incl. 215,000,000 curr.)	337,900,000
STOCK—	
5% 1st Cum. Pref. 1 Pound par.	172
7% 1st Cum. Pref. 1 Pound par.	3,509
8% 2nd Cum. Pref. 1 Pound par.	1,218
20% 3rd Cum. Ptd. Ord. 25p par.	250
Ordinary 25p par.	138,178
Deferred 1 Pound par.	100
*Held equally by sub. of Co. and sub. of Unilever N.V.	*100

### CORPORATE BACKGROUND

Company and Unilever N.V., Rotterdam (separately described), and their numerous operating subsidiaries, constitute the Unilever Group which provides a wide range of products and services in some 75 countries. Both Co. and Unilever N.V. have identical Boards of Directors and are linked by agreements, one of which equalizes the dividends payable on ordinary of both companies. See under Stock Data, below.

Unilever's principal business is in branded and packaged consumer goods: mainly foods, detergents and toilet preparations. Foods include margarine, other fats and oils, ice cream, frozen and other convenience products, meat, fish, tea and other drinks. Other operations include such activities as chemicals, paper, plastics and packaging, animal feeds, transport and tropical plantations.

EMPLOYEES— GROUP: Dec. 31, 1983, 287,000.

SUBSIDIARIES— Group owns interests in many operating companies in numerous countries of Europe, North and South America, Africa, and rest of the world— Turkey, Sri Lanka, India, Malaysia, Pakistan, Philippines, Thailand, Indonesia, Japan, Solo-

mon Islands, Australia, New Zealand, Bangladesh and Singapore. Principal subsidiaries in the United Kingdom— wholly owned— Batchelors Foods Ltd. Birds Eye Wall's Ltd. BOCM Silcock Ltd. BOCM Silcock (N.I.) Ltd. C. W. A. Holdings Ltd. Joseph Crossfield & Sons Ltd. Ford & Slater Group Ltd. Lipton Tea Co. Ltd. Thames Case Ltd. UML Ltd. Vinyl Products Ltd. Lever Brothers Ltd. MacFisheries Ltd. Robert B. Massey & Co. Ltd. Naim Intl. Ltd. Palm Line Ltd. PPF Intl. Ltd. Leverton Group Ltd. Unilever (Commonwealth Holdings) Ltd. Eilda Gibbs Ltd. Unichema Chemicals Ltd. Kennedy's (Builders' Merchants) Ltd. S.P.D. Ltd. Thames Board Ltd. Mattessons Meats Ltd. UAC Ltd. U.A.C. Holdings Ltd. UAC UK Holdings Ltd. Unilever Export Ltd. Unilever U.K. Central Resources Ltd. Unilever U.K. Holdings Ltd. UAC International Ltd. United Agricultural Merchants Ltd. Van den Berghs & Jurgens Ltd. Walls Meat Co. Ltd. J.P. Wood of Shropshire Ltd. T. Wall & Sons Ltd. John West Foods Ltd. Lodgers & Nucleoline Ltd.

REGISTERED IN Great Britain June 21, 1894, as Lever Brothers, Ltd.

Unilever had its origin in 3 separate businesses, each of which had interests in many countries: 1) Jurgens and 2) Van den Bergh businesses in Netherlands and 3) Lever Brothers Ltd. in England.

In 1927, Jurgens and Van den Bergh merged to form N.V. Margarine Unie in Netherlands and Margarine Union Ltd. in England. N.V. Margarine Unie acquired Ord. capitals of the Dutch Jurgens and Van den Bergh companies, and Margarine Union Ltd. acquired the Ord. of the English Van den Bergh company. This form of structure based on 2 parent companies was adopted to prevent double taxation.

In 1930, Unilever came into existence when Margarine Union Ltd. acquired Ord. of Lever Brothers Ltd. Names of N.V. Margarine Unie and Margarine Union Ltd. were changed to Unilever N.V. and Unilever Ltd., respectively.

In 1937, corporate structure was reorganized. Lever Bros. Ltd. and Unilever Ltd. were amalgamated under name Lever Brothers & Unilever Ltd., and Unilever N.V. changed its name to Lever Brothers & Unilever N.V. A reallocation of interests took place whereby interests within British Commonwealth became vested in Ltd. and interests in other countries in N.V.; Ltd. retained its interests in United Africa Group.

In 1952, Lever Brothers & Unilever Ltd. changed its name to Unilever Ltd., and June 1, 1981, present title was adopted.

DIRECTORS— K. Durham (Chrm), H.F. van den Hoven (Vice-Chrm), C.F. Sedcole (Vice-Chrm), J. Loudon, Sir Geoffrey Allen, J.A. Houtzager, G.K.G. Stevens, M.R. Angus, H. Meij, A.W.P. Stenham, K.H. Veldhuis, J.P. Erbe, F.A. Maliers, J.E.B. Quarles van Ufford, E.J. Verloof, F.W.L. Mann, R.W. Archer, P.V.M. Egan, T. Thomas.

ADVISORY DIRECTORS— Viscount Leverhulme, F.L. Byrom, B.W. Biesheuvel, T. Browaldh, Sir Eric Faulkner, P.-P. Schweitzer, Lord Hunt of Tanworth, D. Spethmann, E.P. Wellenstain.

SECRETARIES— J.D. Keir, T. Drion. REGISTERED OFFICE— Port Sunlight, Wirral, Merseyside, L82 4XN Eng. OFFICE— Unilever House, Blackfriars, London EC4P 4BQ Eng.

### BOND DESCRIPTIONS

6¼% DEBENTURE STOCK, 1985-88: Due Oct. 1, 1988

	Pounds Stg.
Authorized	14,000,000
Outstanding (Dec. 31, 1983)	10,000,000
Retired	4,000,000

INTEREST PAYABLE Apr. & Oct. 1. TRUSTEE— Whitehall Trust Ltd., London, Eng. LIQUIDATION RIGHT— Entitled to regular redemption price & int.

**SINKING FUND**- Each Oct. 1 beginning in 1970, 175,000 Pounds to retire deb. stock at par. Stock otherwise acquired may be used to satisfy S. F. at par. **REDEEMABLE** after Oct. 1 '85 on 3 months' notice at par & int.

**PRICE RANGE**- London SE:  
1983 ..... 87½ 79 1982 ..... 87½ 64½  
1981 ..... 70 61½ 1980 ..... 72½ 61½

**5½% & 7¼% UNSECURED LOAN STOCKS, 1991-2006**; Due June 30, 2006

	Issued	Retired	Outstg.
5½% .....	2,200	---	2,200
7¼% .....	54,700	---	54,700

**INTEREST PAYABLE** June 30 & Dec. 31. **TRUSTEE**- Law Debenture Corp., Ltd. **REDEEMABLE** after June 30, 1991, on 3 months' notice: 5½% at par & int.; 7¼% at 105 & int. **ISSUED**- 2,188,000 Pounds 5½% and 54,735,000 Pounds 7¼% Dec. 2 '86.

**PRICE RANGE**- London SE:  
-5½%- -7¼%-  
1983 ..... 54½ 47 74 63½  
1982 ..... 53½ 34½ 73½ 47  
1981 ..... 44 33 69½ 46  
1980 ..... 43½ 36 62 42  
1979 ..... 49½ 41 69½ 50½

#### STOCK DATA

7% 1st & 5% 1st CUM. PREF. (ranking pari passu), 8% 2nd CUM. PREF. & 20% 3rd CUM. PFD. ORD. are entitled, in that order, to dividends in respective amounts, payable Jan. & July 1. In **LIQUIDATION** also entitled in that order to their stated values, & divd., plus a premium based on average of market quotations of each class in preceding six months in excess of amount paid thereon.

**EQUALIZATION AGREEMENT**- PLC and N.V. are linked by a series of agreements, the principal being the Equalization Agreement, which in effect equalizes the rights of the Ord. capitals of the two companies as to dividends and on liquidation, on basis of Fl. 12 nominal amount of N.V. capital equals 1 Pound Stg. nominal of PLC capital. Provisions are as follows: 1) Both companies adopt the same financial periods. 2) If one company has losses or if profits are insufficient to meet Pref. divd., such losses are made up out of current profits of the other company after it has provided for its own Pref. divd.; then, surplus of first company and then, surplus of the other company. 3) In respect of Ord. divd., action by Boards of Directors of both companies is taken on same day, and sum paid on every Fl. 12 N.V. share equals that on every 1 Pound Stg. PLC share. If company is unable to meet Ord. divd., they are made up out of current profits of other company after it has provided for its own Ord. divd.; then surplus of first company; then, surplus of other company. 4) Neither company may issue or reduce capital without consent of other. 5) Issue of stock dividends or rights can be made only in Ord. shares. 6) In liquidation, each company first meets prior claims of its own Pref. shares, then if either has a surplus, it is applied to meet other company's Pref. claims if necessary. Any remaining surplus is then pooled and distributed among Ord. holders on basis of Fl. 12 equals 1 Pound Stg.

In 1981, Equalization Agreement was amended to allow the two companies to declare different dividends under certain circumstances. In this event, one company would create a reserve to be paid to its ordinary shareholders as soon as circumstances permit.

**VOTING RIGHTS**- One vote per 25p stock of any class. Deferred stockholders have the sole right to nominate persons for election as directors. Half of deferred stock of PLC and half of Fl. 2,400,000 Ord. "Special Shares" of N.V. are held by United Holdings Ltd. and balance by N.V. Elms.

**STOCKHOLDERS**- Dec. 31, 1983 (of record): Ord. 87,817; Pref. & Pfd. Ord. 689. C.F. Sedcole, Viscount Leverhulme, Sir David Orr, S.G. Sweetman and K. Durham, as trustees of the Leverhulme trust, controlled about 18% of the issued Ord. capital, or about 17% of the voting capital.

**TRANSFER OFFICE**- Port Sunlight, Wirral, Merseyside, Eng.

**PRICE RANGE**- (London SE):  
-7½% Pref.- -5% Pref.-  
-Decimal Currency-  
1983 ..... 70 61 45 38  
1982 ..... 67 49 44 32½  
1981 ..... 55½ 44½ 37 36  
1980 ..... 57½ 47 34 34  
1979 ..... 60½ 48½ 40½ 38  
1978 ..... 66 53½ 44 41  
1977 ..... 68½ 56 38 36

	80½	48	36	36
1978 .....	68	46	33½	28½
1974 .....	64	40½	34	33

-8% Pref.- -Ord.-  
-Decimal Currency-  
1983 ..... 80 70½ 891 685  
1982 ..... 78 48 810 656  
1981 ..... 64 51 652 436  
1980 ..... 67 56 615 390  
1979 ..... 64 55½ 678 446  
1978 ..... 75 63 604 472  
1977 ..... 66 59 600 368  
1976 ..... 64 55½ 499 333  
1975 ..... 61½ 56 434 187½  
1974 ..... 62½ 48 338½ 149

-20% Pfd. Ord.-  
-Decimal Currency-  
1983 ..... 45 43 1982 ..... 43½ 30  
1981 ..... 35 31 1980 ..... 34½ 33  
1979 ..... 40 33½ 1978 ..... 41½ 35½  
1977 ..... 36 33 1976 ..... 38½ 38½  
1975 ..... 29 29 1974 ..... 36 31

**RECENT DIVIDENDS**- Pref. & Pfd. Ord. paid regularly.

-bOrd. 25p par (Pounds)-  
May 29, 1984 ..... 0.2029 1983 ..... 0.2044  
1982 ..... 0.2687 1981 ..... 0.2368 1980 ..... 0.2406  
1979 ..... 0.1788 1978 ..... 0.1315 1977 ..... 0.1178  
1976 ..... 0.1436 1975 ..... 0.0954 1974 ..... 0.0863

bNot subject to withholding tax.  
Cash dividends on Ord. paid continuously since 1937.

Deferred 1 Pound par paid regularly.

#### AMERICAN DEPOSITARY RECEIPTS

Outstg. (Aug. 29, 1984) ..... 104,749 ADRs  
Under deposit agreement dated Nov. 20, 1981, 33,702,881 Ord. shs., 5s par (changed in 1971 to 25p par), were deposited against which ADRs could be issued by Irving Trust Co., NYC, Depositary, on basis of 1 ADR for four Ord. shs. of 5s par (now 25p par) deposited in England.

**REGISTRAR**- Chase Manhattan Bank, N.A., NYC.

**LISTED**- NYSE (Symbol UL); also traded Boston, Midwest and Phila. SEs:

(Composite in 1976 & aft.)  
1983 ..... 52 43 1982 ..... 54 41  
1981 ..... 49 39½ 1980 ..... 50 33½  
1979 ..... 53½ 38½ 1978 ..... 48½ 35½  
1977 ..... 43½ 28½ 1976 ..... 37 21½  
1975 ..... 37 17½ 1974 ..... 30 14

**RECENT DIVIDENDS (\$)**-  
6-5-84 ..... 1.360 1983 ..... 2.19879  
1982 ..... 3.09278 1981 ..... 1.922842  
1980 ..... 2.184798 1979 ..... 4.31047  
1978 ..... 0.922184 1977 ..... 0.480888  
1976 ..... 1.042358 1975 ..... 0.885780  
1974 ..... 0.810148

Cash dividends paid continuously since 1955.

#### EARNINGS AND FINANCES

**AUDITORS**- Coopers & Lybrand and Price Waterhouse, London.

**CONSOL. EARN.**, Y-E Dec. 31: (Thou. Pounds)

	Sales	Oper. Income	*Tax on Income	Net Income
1983 .....	5,365,000	391,000	148,000	170,000
1982 .....	5,447,300	390,200	148,500	180,500
1981 .....	4,935,200	386,600	145,800	198,500
1980 .....	4,345,800	340,500	145,100	151,100
1979 .....	4,068,400	344,200	124,500	178,000
1978 .....	4,004,600	347,900	178,600	152,200
1977 .....	3,957,900	333,400	166,800	151,200
1976 .....	3,771,600	393,600	187,300	139,800
1975 .....	2,878,100	252,800	98,700	83,700
1974 .....	2,440,800	204,100	79,500	68,500

\*Incl. tax adjtd.  
**COMB. EARN.** OF UNILEVER LTD. & UNILEVER N.V., Y-E Dec. 31: Mil. Pounds

	Sales	Oper. Income	Depr.
1983 .....	13,386	1,022	297
1982 .....	13,218	980	273
1981 .....	11,889	938	233
1980 .....	10,152	790	201
1979 .....	10,249	813	203
1978 .....	9,842	796	195
1977 .....	9,147	713	172
1976 .....	5,189	379	118
1975 .....	8,731	799	166
1974 .....	8,760	493	127
1973 .....	5,843	469	112

†Taxes on Inc. Net Income  
1983 ..... 353 385 1.49  
1982 ..... 320 377 1.63

	292	395	2.01
1981 .....	270	283	1.80
1980 .....	267	319	1.88
1979 .....	316	277	1.49
1978 .....	272	262	1.33
1977 .....	106	111	1.33
1976 .....	263	267	1.29
1975 .....	183	145	0.77
1974 .....	183	145	0.97

\*Bel. extraord. Items (Mil. Pounds): 1979, cr116.

Sh. earns. are as reported by Co. per 25p. of cap.

Conversion rate: 1 Pound equals:  
1983 1982 1981 1980 1979  
1.43 1.62 1.915 2.389 2.219  
1978 1977 1976 1975 1974  
2.03 1.91 1.70 2.02 2.32

†Incl. tax adjtd.  
aRestated for acctg. change.

**Annual Report**- Consol. Inc. Acct., Yrs. End. Dec. 31: Mil. Pounds

	1983	†1982
Sales .....	5,355	5,447
Cost & exps. ....	4,964	5,069
Oper. income .....	391	378
Sh. of pft. of assoc. cos. ....	44	47
Other income .....	53	60
Total income .....	488	485
Depreciation .....	116	99
Taxes on inc. ....	150	154
Tax adjtd. ....	cr4	cr8
Interest .....	42	45
Minority int. ....	14	15
Net income .....	170	180
Ord. & defr. divd. ....	49	46
Bal. aft. divd. ....	121	134

†Reclassified.

**Consol. Bal. Sheet, Dec. 31: (Mil. Pounds)**

	1983	†1982
<b>Assets</b> .....		
Cash .....	273	203
Mktble. sec. ....	134	92
Accts. rec. ....	801	774
Inventories .....	918	900
Tot. curr. assets. ....	2,126	1,969
Trade invests. ....	6	32
Assoc. cos. ....	187	187
Receivables .....	9	9
*Net property .....	1,088	1,034
Total assets .....	3,416	3,211
<b>Liabilities</b> .....		
Bank advs. ....	215	235
Accts. pay & accrs. ..	720	653
Income taxes .....	84	100
Divds. pay .....	34	30
Tot. curr. liab. ....	1,053	1,018
Long term debt .....	123	186
Long term reca. ....	10	5
Minority int. ....	67	60
Depr. tax & other provs. ....	318	264
Unfund. retire. bene. ....	149	128
Int. Group Ltd.-N.Y. ....	dr15	dr22
Pref. & pfd. cap. ....	5	5
Com. stk. p. \$25 p ...	48	46
Cap. surplus .....	9	9
Retain earns. ....	1,653	1,532
Total liab. ....	3,416	3,211
Net wkg. cap. ....	1,073	951
*Depr. & am. res. ....	670	627

†Reclassified.

**Group Income Account, Yr. End. Dec. 31: (Mil. Pounds)**

	1983	†1982
Sales .....	13,386	13,218
Cost of exps. ....	12,364	12,253
Oper. income .....	1,022	963
Sh. of pft. of assoc. cos. ....	49	65
Other income .....	115	130
Total income .....	1,186	1,148
Depreciation .....	297	273
Income taxes .....	350	333
Tax adjtd. ....	3	cr14
Interest .....	120	150
Minority int. ....	31	29
Net income .....	385	377
Pref. divd. ....	3	4
Ord. & defr. divd. ....	143	137
Bal. aft. divd. ....	239	236

\*Sp. earns. .... †\$1.49 †\$1.63  
\*Aft. pref. divd., ord. shs.: 371,461,691.  
†Converted at \$1.452 per pound in 1983 & \$1.62 per pound in 1981.  
aReclassified.

## Group Bal. Sheet, Dec. 31: (Mil. Pounds)

Assets—	1983	↑1982
Cash	540	655
Mktble. seccs	393	205
Accts. rec.	1,878	1,760
Inventories	2,087	1,983
Tot. curr. assets	4,898	4,603
Assoc. cos.	211	194
Investments	19	44
Receivables	98	131
*Net property	2,502	2,390
Total assets	7,728	7,262
Liabilities—		
Notes pay. bank		
adv.	458	461
Accts. pay.	1,883	1,690
Taxes	214	220
Divds. pay.	97	88
Tot. curr. liab.	2,852	2,459
Long term debt	617	672
Long term res.	47	18
Minority int.	135	164
Defr. tax & other		
prov.	547	492
Unfund. retire. bene-		
fits	569	488
Prof. stk.	65	68
Ord. stk.	99	99
Cap. surplus	112	119
Retain. earnings	2,885	2,683
Total liab.	7,728	7,262
Net wkg. cap.	2,248	2,044
*Depr. & am. res	2,075	2,002
†Reclassified.		

## United-Guardian, Inc.

## CAPITALIZATION (Feb. 28 '84)

LONG TERM DEBT- \$1,177,687 excluding \$139,650 curr. portion.

STOCK- Auth. Sha. Outstg. Sha.  
Common \$0.10 par... 5,000,000 \*3,438,238  
\*Excl. 33,000 in treas. and shs. for 5% stk. divd.  
May 22, 1984.

## CORPORATE BACKGROUND

Company conducts research and development in the fields of chemistry, energy, electro-chemistry, and metallurgy for its own account and others. Co. also constructs pilot plants and supervises process plant construction; and makes pharmaceuticals, health care products, cosmetic bases, specialty chemicals, fine chemicals, refractories, metal and metal-alloy powders, ceramics and ceramets. In fiscal 1984, chemicals accounted for 83.0% of revenues (70.8 in 1983); metallic powders 17.0% (20.7%); and fees and retainers nil (8.5%).

Plants are owned in Hauppauge, N.Y., and leased in Saddle Brook, N.J.

SUBSIDIARY- Enhanced Technology Corp. (89.6%)

AFFILIATES- (% owned)- Transcontinental Processess (Pty.) Ltd. (33 1/3%); Globus Resources, Ltd. (50%); Fiat United, Inc. (50%).

CAPITAL EXPENDITURES, Yrs. End. Feb. 28: Thous. \$

1984..... 108 1983..... 208 1982..... 682

BACKLOG, Feb. 28: Thous. \$

1984..... 12 1983..... 118 1982..... 415

EMPLOYEES- Feb. 29, 1984, 55.

INCORPORATED in N.Y. Apr. 13, 1942, as United International Research Corp.; name changed to United International Research, Inc. July 21, 1942. Present title adopted Feb. 12, 1982, upon merger of Guardian Chemical Corp., a maker of pharmaceuticals and fine chemicals, for 523,968 Com. shs.; prior to the merger, Co. owned 32.9% of Guardian's Com. stk.

CHAIRMAN & PRES. A.R. Globus; EXEC V-P, H.P. Globus; SR V-P, S.S. Fine; V-Pa, W.J. Kryvos, Norman Avrutin; V-P & SECY, R.S. Rubinger; V-P & GEN COUNSEL, K.H. Globus; V-P & TREAS, Doris Michels.

DIRECTORS- A.R. Globus, H.P. Globus, B.W. Mehlman, S.S. Fine, Norman Avrutin, C.W. Castanza, R.S. Rubinger, E.T. Sands, L.M. Weston.

OFFICE- 230 Marcus Blvd., Hauppauge, NY 11788 (Tel.: 516-273-0900). ANNUAL MEETING- in June or July.

## STOCK DATA

UNITS OFFERED- Feb. 9, 1979, Robertson Securities Corp. offered 200,000 Com. shs. and 400,000 warrants in units (each consisting of one Com. share and 2 warrants) at \$3.50 per unit; comm., \$0.35 per unit. An additional 20,000 were sold to cover over-allotments. Co. sold to underwriter, for \$20, warrants to buy 20,000 Com. shs. - all acquired by Co. in Mar., 1983 at \$5.75 a sh.

STOCKHOLDERS- Apr. 23, 1984, 2,988 (of rec- ord). A.R. Globus owned 52.9% of the Com.

TRANSFER AGENT & REGISTRAR- Continental Stock Transfer and Trust Co., NYC.

PRICE RANGE- Com., OTC bid (NASDAQ: UNMR):

1983.....	11 1/4	7	1982.....	9 1/4	2 1/4
1981.....	9 1/4	3 1/4	1980.....	13	6 1/4
1979.....	11 1/4	2 1/4	1978.....	4 1/4	2
1977.....	4	1 1/4	1976.....	4 1/4	2 1/4

DIVIDENDS- (Cal. Yrs.)- Com. \$0.10 par: 1976, nil; 1977-79, \$0.02 plus 2% stk. in 1978; 1980-81, nil; 1982, \$0.03; 1983, \$0.04; May 22, 1984, 5% stk.

## EARNINGS AND FINANCES

AUDITORS- Witfred Wyler & Co., N.Y.

CONSOL. EARN. (Co. only pr. to 1983), Y-E Feb. 28: Thous. \$

	Net Sales & Oth. Revs.	Inc. Taxes	*Net Inc.	*Sh. Earnings
1984.....	3,332	cr215	d430	d0.12
1983.....	3,763	202	293	0.08
1982.....	3,349	108	137	0.04
1981.....	723	34	146	0.05
1980.....	414	cr9	d135	d0.05
1979.....	396	6	33	0.01
1978.....	393	19	58	0.02
1977.....	393	28	48	0.02
1976.....	195	cr5	d34	d0.02
1975.....	162	-1	d15	d0.01

dDeficit.  
\*Bel. extraord. items: (Thous. \$) 1977, cr23 or \$0.01; 1978, cr9 or \$0.01; 1981, cr29 or \$0.01. Sh. earnings are as reported.

RESTATED EARN., Y-E Feb. 28: Thous. \$

	*Net Sales	Inc. Taxes	*Net Inc.	*Sh. Earnings
1981.....	3,073	98	185	\$0.05
1980.....	2,845	cr24	d39	d0.01
1979.....	2,276	N.R.	25	0.01
1978.....	2,138	N.R.	89	0.03

dDeficit.  
\*As reported by Co.  
†Inc. sales & oth. inc. and fees & retainers but not invest. inc.  
Note: Above table incl. ops. of Guardian Chemical Corp., acqd. during 1982 on a pooling-of-ints. basis.

Annual Report- Consol. Inc. Acct. Yrs. End. Feb. 28: Thous. \$

	1984	1983	↑1982
Net sales & oth. income	3,332	3,445	3,053
Fees & retainers	—	318	296
Net sales & oth. revs.	3,332	3,763	3,349
Cost & exps.	3,570	3,284	3,109
Oper. income	d238	479	240
Gain on sale of oecs	51	7	52
Invest. inc.	219	211	230
Total income	32	697	522
Unrealiz. gains on mktble. oecs	—	107	d107
Depr. & amort.	124	93	88
Income taxes	cr215	202	108
Interest	184	179	102
Equity in loss of aml	369	37	—
Net income	d430	293	137
Dividends	139	98	—
Bal. after divd	d589	195	137
*Sh. earnings	d\$0.12	\$0.08	\$0.04
dDeficit.			
*As reported on avgs. com. & com. equiv. shs.			
†Co. only.			

Consol. Bal. Sheet Feb. 28: Thous. \$

	1984	1983
Assets—		
Cash	136	298
Cff. of depos	2,020	2,124
Mktble. seccs	302	680
Accts. rec.	365	318
Inventory	827	739
Inc. tax refunds	228	—

Prepayments, etc.	59	57
Tot. curr. assets	5,937	4,216
Invests. & advs. to aml. co.	125	221
*Net Property	885	893
Goodwill	29	33
Intangibles	13	14
Other assets	64	29
Total assets	5,053	5,406
Liabilities—		
Curr. debt. mat.	140	18
Accts. pay. & accrs.	272	242
Notes pay.	175	200
Customers adv. pymts	—	4
Accd. inc. taxes	—	83
Tot. curr. liab.	587	547
Long term debt	1,170	700
Obligs. under cap. leases	8	17
†Com. stk. p. \$0.10	347	347
aTreas. stk.	dr170	—
Cap. surplus	3,211	3,326
Retain. earnings	d100	489
Total liab.	5,053	5,406
Net wkg. cap.	3,350	3,669
Equity per sh.	\$0.94	\$1.18
*Depr. res.	680	589
†Shs.	3,471,238	3,471,238
aShs.	33,000	—

## Texas Energies, Inc.

## CAPITALIZATION (Apr. 30 '84)

LONG TERM DEBT- Outstg.  
Bank Notes.....\$7,060,080  
Bank Notes, to 1987.....321,000  
Capitalized Lease Oblig. ....1,745,000  
Other.....13,000

TOTAL (incl. \$396,000 curr.).....\$9,139,000  
\*Issued under a revolving line of credit providing up to \$10,000,000 (as amended; \$7,093,000 available at Apr. 30, 1984), with int. at 1% above prime, including up to \$8,000,000 due July 31, 1987 and up to \$2,000,000 to July 15, 1985, when emts. outstg. are convertible into a 4-yr. term loan or if extended, due July 31, 1989, with int. at 1% above prime; non-use fee, 1/4% on unused portion.

STOCK- Auth. Sha. Outstg. Sha.  
10% Ser. A. Cum.....  
Conv. Ptd. \$1  
par..... 300,000 1300,000  
Common \$0.10 par... \*6,000,000 2,775,481  
\*Incl. 95,000 for warrants; 300,000 for conversion of Ptd.; and 95,750 optioned to employees, with 104,250 for future grants.  
†Privately held; Convertible into Com. at \$5 a sh.  
Liquidation value, \$5 a sh.

## CORPORATE BACKGROUND

Company and subsidiaries explore for, develop, and produce oil and gas in the mid-continent region of the U.S., mainly in western Kan., and the panhandles of Okla. and Tex.; operate gas gathering systems in Kan.; and provide oilfield services, including rotary drilling, well servicing, roustabout services, oilfield trucking, and drilling mud and chemicals.

Apr. 30, 1984, Co. had interests in 13,842 gross (8,412 net developed acres, and 148,958 gross (113,666 net) undeveloped acres in Kan., Okla., Tex. and S.D.; and owned 103 gross (48.33 net) productive oil wells and 55 gross (31.72 net) productive gas wells. In fiscal 1984, Co. produced 101,000 bbls. of oil (105,000 bbls. in 1983), and 646,000 MCF of gas (626,000 MCF).

Apr. 30, 1984, net proved reserves totalled 693,000 bbls. of oil and 9,478,000 MCF of gas.

In fiscal 1984, oil and gas provided 27% of revenues before deducting intersegment sales, and 48% of income from operations before eliminations; oilfield services 50% and 33%; and gas gathering 23% and 19%.

CAPITAL EXPENDITURES, Yrs. End. Apr. 30: Thous. \$

1984..... 6,635 1983..... 7,278 1982..... 11,781

EMPLOYEES- Apr. 30, 1984, 170.  
SUBSIDIARIES- wholly owned-  
Fellers, Inc.  
Republic Natural Gas Co.  
Wheatstate Oilfield Services, Inc.  
Wheatstate Production, Inc.  
Texas Energies of Amarillo, Inc.

EXHIBIT 5

5071

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SECRET

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20 775 750

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2000, 2001, 2002, 2003, 2004, 2005, 2006, 2007, 2008, 2009, 2010, 2011, 2012, 2013, 2014, 2015, 2016, 2017, 2018, 2019, 2020, 2021, 2022, 2023, 2024, 2025, 2026, 2027, 2028, 2029, 2030, 2031, 2032, 2033, 2034, 2035, 2036, 2037, 2038, 2039, 2040, 2041, 2042, 2043, 2044, 2045, 2046, 2047, 2048, 2049, 2050, 2051, 2052, 2053, 2054, 2055, 2056, 2057, 2058, 2059, 2060, 2061, 2062, 2063, 2064, 2065, 2066, 2067, 2068, 2069, 2070, 2071, 2072, 2073, 2074, 2075, 2076, 2077, 2078, 2079, 2080, 2081, 2082, 2083, 2084, 2085, 2086, 2087, 2088, 2089, 2090, 2091, 2092, 2093, 2094, 2095, 2096, 2097, 2098, 2099, 2100, 2101, 2102, 2103, 2104, 2105, 2106, 2107, 2108, 2109, 2110, 2111, 2112, 2113, 2114, 2115, 2116, 2117, 2118, 2119, 2120, 2121, 2122, 2123, 2124, 2125, 2126, 2127, 2128, 2129, 2130, 2131, 2132, 2133, 2134, 2135, 2136, 2137, 2138, 2139, 2140, 2141, 2142, 2143, 2144, 2145, 2146, 2147, 2148, 2149, 2150, 2151, 2152, 2153, 2154, 2155, 2156, 2157, 2158, 2159, 2160, 2161, 2162, 2163, 2164, 2165, 2166, 2167, 2168, 2169, 2170, 2171, 2172, 2173, 2174, 2175, 2176, 2177, 2178, 2179, 2180, 2181, 2182, 2183, 2184, 2185, 2186, 2187, 2188, 2189, 2190, 2191, 2192, 2193, 2194, 2195, 2196, 2197, 2198, 2199, 2200, 2201, 2202, 2203, 2204, 2205, 2206, 2207, 2208, 2209, 2210, 2211, 2212, 2213, 2214, 2215, 2216, 2217, 2218, 2219, 2220, 2221, 2222, 2223, 2224, 2225, 2226, 2227, 2228, 2229, 2230, 2231, 2232, 2233, 2234, 2235, 2236, 2237, 2238, 2239, 2240, 2241, 2242, 2243, 2244, 2245, 2246, 2247, 2248, 2249, 2250, 2251, 2252, 2253, 2254, 2255, 2256, 2257, 2258, 2259, 2260, 2261, 2262, 2263, 2264, 2265, 2266, 2267, 2268, 2269, 2270, 2271, 2272, 2273, 2274, 2275, 2276, 2277, 2278, 2279, 2280, 2281, 2282, 2283, 2284, 2285, 2286, 2287, 2288, 2289, 2290, 2291, 2292, 2293, 2294, 2295, 2296, 2297, 2298, 2299, 2300, 2301, 2302, 2303, 2304, 2305, 2306, 2307, 2308, 2309, 2310, 2311, 2312, 2313, 2314, 2315, 2316, 2317, 2318, 2319, 2320, 2321, 2322, 2323, 2324, 2325, 2326, 2327, 2328, 2329, 2330, 2331, 2332, 2333, 2334, 2335, 2336, 2337, 2338, 2339, 2340, 2341, 2342, 2343, 2344, 2345, 2346, 2347, 2348, 2349, 2350, 2351, 2352, 2353, 2354, 2355, 2356, 2357, 2358, 2359, 2360, 2361, 2362, 2363, 2364, 2365, 2366, 2367, 2368, 2369, 2370, 2371, 2372, 2373, 2374, 2375, 2376, 2377, 2378, 2379, 2380, 2381, 2382, 2383, 2384, 2385, 2386, 2387, 2388, 2389, 2390, 2391, 2392, 2393, 2394, 2395, 2396, 2397, 2398, 2399, 2400, 2401, 2402, 2403, 2404, 2405, 2406, 2407, 2408, 2409, 2410, 2411, 2412, 2413, 2414, 2415, 2416, 2417, 2418, 2419, 2420, 2421, 2422, 2423, 2424, 2425, 2426, 2427, 2428, 2429, 2430, 2431, 2432, 2433, 2434, 2435, 2436, 2437, 2438, 2439, 2440, 2441, 2442, 2443, 2444, 2445, 2446, 2447, 2448, 2449, 2450, 2451, 2452, 2453, 2454, 2455, 2456, 2457, 2458, 2459, 2460, 2461, 2462, 2463, 2464, 2465, 2466, 2467, 2468, 2469, 2470, 2471, 2472, 2473, 2474, 2475, 2476, 2477, 2478, 2479, 2480, 2481, 2482, 2483, 2484, 2485, 2486, 2487, 2488, 2489, 2490, 2491, 2492, 2493, 2494, 2495, 2496, 2497, 2498, 2499, 2500, 2501, 2502, 2503, 2504, 2505, 2506, 2507, 2508, 2509, 2510, 2511, 2512, 2513, 2514, 2515, 2516, 2517, 2518, 2519, 2520, 2521, 2522, 2523, 2524, 2525, 2526, 2527, 2528, 2529, 2530, 2531, 2532, 2533, 2534, 2535, 2536, 2537, 2538, 2539, 2540, 2541, 2542, 2543, 2544, 2545, 2546, 2547, 2548, 2549, 2550, 2551, 2552, 2553, 2554, 2555, 2556, 2557, 2558, 2559, 2560, 2561, 2562, 2563, 2564, 2565, 2566, 2567, 2568, 2569, 2570, 2571, 2572, 2573, 2574, 2575, 2576, 2577, 2578, 2579, 2580, 2581, 2582, 2583, 2584, 2585, 2586, 2587, 2588, 2589, 2590, 2591, 2592, 2593, 2594, 2595, 2596, 2597, 2598, 2599, 2600, 2601, 2602, 2603, 2604, 2605, 2606, 2607, 2608, 2609, 2610, 2611, 2612, 2613, 2614, 2615, 2616, 2617, 2618, 2619, 2620, 2621, 2622, 2623, 2624, 2625, 2626, 2627, 2628, 2629, 2630, 2631, 2632, 2633, 2634, 2635, 2636, 2637, 2638, 2639, 2640, 2641, 2642, 2643, 2644, 2645, 2646, 2647, 2648, 2649, 2650, 2651, 2652, 2653, 2654, 2655, 2656, 2657, 2658, 2659, 2660, 2661, 2662, 2663, 2664, 2665, 2666, 2667, 2668, 2669, 2670, 2671, 2672, 2673, 2674, 2675, 2676, 2677, 2678, 2679, 2680, 2681, 26

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OLIVE ALMEIDA: 02-021-4245  
 ESTHER LEE OLIVE: 02-121-7447 WILLIAMS & BROS. CO.  
 WILLIAMSON FAMILY OLIVE: 02-021-7447

ATTN: EXECUTIVE OFFICER; DR. MERVIN CLARK

? SS DN=00-201-7440;T9/5/1

9 1 DN=00-201-7440

9/5/1

0025177

MILLIKEN & COMPANY\*

1045 AVENUE OF AMERICAS

NEW YORK, NY 10018

TELEPHONE: 212-819-4200

NEW YORK COUNTY SMSA: 406 (NEW YORK, NEW YORK)

BUSINESS: MFR WORSTED WOOLENS COTTON YARNS & SYNTHETIC BLENDED FABRICS

PRIMARY SIC: 2231 WEAVG, FINISH ML WOOL

SECONDARY SIC: 2211 WEAVING MILLS, COTTON

SECONDARY SIC: 2221 WEAVG MLS SYNTHETICS

YEAR STARTED: 1968

	CURRENT YEAR	TREND YEAR (DEC 1983)	BASE YEAR (DEC 1980)
--	-----------------	-----------------------------	----------------------------

SALES (\$):	NA	0	0
-------------	----	---	---

EMPLOYEES TOTAL:	25,000	25,000	50,000
------------------	--------	--------	--------

EMPLOYEES HERE :	500		
------------------	-----	--	--

SALES GROWTH (%): NA

EMPLOYMENT GROWTH (%): - 50

SQUARE FOOTAGE: NA OWNED

SALES TERRITORY: U.S.

BANK: CHASE MNHTTN BNK

THIS IS:

A HEADQUARTERS LOCATION

A CORPORATION

A MILLION DOLLAR DIRECTORY COMPANY

DUNS NUMBER: 00-201-7440

HEADQUARTER DUNS: 00-201-7440

CORPORATE FAMILY DUNS: 00-201-7440

PRESIDENT: MILLIKEN, ROGER / PRESIDENT

VICE PRESIDENT: KINGSLEY, F. G. / VICE PRESIDENT

TREASURER: MILLIKEN, MINOT K. / TREASURER

Robert L. Isonson  
James A. Ward  
Thomas Seay  
Walter Warren  
Katharine R. Brennan  
Jean C. Miller  
Robert W. Beers Jr.

VP Fin  
Tr Comp Dt Pr  
Pur  
Adv  
Sarah Miller Beers  
Sarah Miller Birney

D-U-N-S 00-751-1306

# **MILLER WILLIAM J** **MILLER EXXON SERVICE**

509 E. Division, Muenster, TX 76252  
Tel (817) 759-2955 Sales 170M  
SIC 5541 Ret Gasoline Service Stations  
W J Miller

Emp 5

# D-U-N-S 03-228-1768 **MILLER YACHT SALES INC**

(Suby of FUQUA INDUSTRIES INC)  
1445 SE 16th St, Ft Lauderdale, FL 33316  
Tel (305) 524-3322 Sales 8MM  
Exch DSE IMS OTC  
SIC 5551 Boat Dealer  
Dennis G Houston

Emp 35

# D-U-N-S 02-714-2892 **MILLER-BOWIE CNTY FARMERS ASSN (AR)**

1007 W 3rd St, Texarkana, TX 75504  
Tel (214) 794-3631 Sales 13MM  
SIC 5191 2048 2875 5153 Ret Farm Supplies Mnlr  
Animal & Fowl Prepared Feeds & Feed Ingredients &  
Fertilizer & Grain Marketing  
Bk Texarkana Nat Bk  
Accts Brown & Deskin, Fayetteville, AR  
Lgl Csl Hubbard Patton Peek Hltm Rbrts  
\*Charlie Starks Jr  
\*Alton I Day  
\*Arthur Lumbley  
Joe Bruick  
Jules Rousseay  
M J Cresco  
Joe Crow  
Sam Pickering

Emp 52

# D-U-N-S 00-695-9969 **MILLER-DAVIS CO\* (MI)**

1029 Portage St, Kalamazoo, MI 49003  
Tel (616) 345-3561 Sales 50MM  
SIC 1541 1542 1522 Industrial Commercial  
Institutional Multi-Unit Residential Buildings Contractor  
Bk American Nat Bk & Tr Co of MI  
Accts Ernst & Whinney  
Lgl Csl Early Starbuck & Lennon  
\*Cameron L Davis  
\*Edwin A Trenkle  
\*B J Yelton  
\*Herbert Berg  
\*Carl Guse  
Warren Carsten  
\*Charles Sampson  
Dorothea Carmody  
Wayne N Decker  
Arthur F Homer

Emp 250

# D-U-N-S 00-433-8885 **MILLER-PICKING CORP (PA)**

RD #3 Rt #403 S, Johnstown, PA 15907  
Tel (814) 479-4023 Sales 10MM  
SIC 3585 3433 3444 Mnlr Industrial Institutional &  
Commercial Air Conditioning Equipment & Heating  
Equipment & Sheet Metal Work  
Bk U S Nat Bk, Johnstown  
H M Picking III  
J Thomas Sobieski  
C E Shoemaker  
Glen Karan  
F Urban  
F Olshewsky  
Louis Soltys  
B Blackburn

EXP

Pr CEO  
Ex VP  
VP  
Fin  
Prd  
Pur  
Sis  
Engg

D-U-N-S 00-692-7693  
**MILLERBERND MFG CO\***  
Hwy #261, Winsted, MN 55990  
Tel (612) 485-2111 Sales 38MM  
SIC 3312 Mnlr Steel Poles &  
Rings & Cylinders  
\*P Millerbernd  
David Millerbernd  
Jim Hertel  
Steve Millerbernd

00-692-7693

ASSN OF IL (IL)  
62002  
Sales 38MM  
Marine & Casualty Insurance  
Co  
St Louis, MO  
Bernard Almtr  
Ch Bd  
Pr  
Ex VP  
Sr VP Fin  
VP Underwriting  
VP Agr Business  
VP Prs  
VP Sis  
Sec  
Tr  
Mktg  
A J Reimers  
E J Roennigke  
Q A Siemer  
T W Hurd

Emp 421

# **MILLERCO**

See MILLER MACHINERY & EQUIPMENT

# D-U-N-S 07-314-314 **MILLERS CASUALTY INSURANCE CO\***

MILLERS GROUP  
(Suby of MILLERS MTL FIRE INSURANCE CO)  
One Millers Plz, Fort Worth, TX 76103  
Tel (817) 332-7761 Sales 10MM  
Exch OTC  
SIC 6331 Fire & Casualty Insurance  
Bk Texas American Bk NA  
Accts Ernst & Whinney  
Lgl Csl Edgar H Keltner Jr  
\*Oran F Needham  
\*Frank G Dunham Jr  
\*P O Needham  
D N Duckering  
John T Odum Jr  
J E Montgomery  
Lewis H Bond  
Frank G Dunham  
William D Ratliff Jr

00-791-1308

INSURANCE CO\* (PA)  
Harrisburg, PA 17108  
Sales 9MM  
& Casualty Insurance  
Bk & Tr Co  
Hendershot  
Ch Bd  
Pr  
Ex VP Sec  
VP Underwriting  
VP Claims  
VP Prd  
Tr  
Comp  
S H Rogers Jr  
W D Lewis  
W J King

Emp 63

# D-U-N-S 05-475-475 **MILLERS FURNITURE INDUSTRIES**

502 W Basin Rd, New Castle, DE 19709  
Tel (302) 322-5451 Sales 10MM  
SIC 5712 6711 Ret Furniture & Home  
Bk Wilmington Tr Co, Wilmington  
Accts Simon Malter & Sidelow, Wilmington  
Lgl Csl Young Conway Stangor  
\*Richard Miller  
\*Andrew Miller  
Chas De Polo  
Roger M Levy  
Thos B Lewans III  
\*Stanley P Salamon  
Julio C Sommellian

06-859-4605  
INSURANCE CO  
IL 60606  
Sales 16MM  
Marine & Casualty Insurance  
Pr  
VP  
VP  
VP

Emp 160

# **MILLERS GROUP**

See MILLERS MTL FIRE INSURANCE CO

# **MILLERS GROUP**

See MILLERS LIFE INSURANCE CO

# **MILLERS GROUP**

See MILLERS CASUALTY INSURANCE CO

# D-U-N-S 07-314-314 **MILLERS LIFE INSURANCE CO\***

MILLERS GROUP  
(Suby of MILLERS MTL FIRE INSURANCE CO)  
1 Millers Plz, Fort Worth, TX 76103  
Tel (817) 332-7761 Sales 10MM  
SIC 6311 Life Insurance  
Bk Texas American Bk NA  
Accts Ernst & Whinney  
\*Oran F Needham  
\*Frank G Dunham Jr  
\*Patrick O Needham  
D N Duckering  
Robert A Middleton  
John T Odum Jr  
William D Williams  
James E Montgomery  
Thomas A Wolf

00-653-8250  
(MI)  
Sales 14MM

EXP

Foundation Work & Heavy  
Detroit  
Kuthfield  
Troy  
Pr  
VP Sis Mktg Engg  
VP Mktg Engg  
VP Ops  
Sec  
Tr: Dt Pr  
Pr

Emp 200

Roy E. Millican Jr

# D-U-N-S 00-194-5971 **MILLIE & SEVERSON INC**

3601 Serpentine Dr, Los Alamitos, CA 90720  
Tel (213) 636-0276 Sales 46MM  
SIC 1521 1542 1541 7394 General Contractor  
Single-Family Homes Commercial Medical Hospital &  
Industrial Buildings & Equipment Rental & Leasing  
\*J E Severson  
K W Kerwin  
R S Severson  
G W Granger  
A A Herbst

Pr

VP

VP

VP Fin

Sec Tr

D-U-N-S 00-201-7440

# **MILLIKEN & CO INC (NY)**

1045 6th Ave, New York, NY 10018  
Tel (212) 391-4200 Sales NA  
SIC 2231 2221 Mnlr Woolens Cotton Yarns &  
Synthetic Blended Fabrics  
\*Roger Milliken  
\*F G Kingsley  
\*Gerrish H Milliken Jr  
\*Minot K Milliken  
Albert G Ferris  
Robert J Netter  
J Peter Grace

Pr

VP

VP

VP Tr

VP

Sec

Harold W Jockers

D-U-N-S 01-693-0984

# **MILLIKEN PAT FORD INC**

9600-9930 Telegraph Rd, Detroit, MI 48239  
Tel (313) 255-3100 Sales 20MM  
SIC 5511 Ret & Service Automobiles  
\*W B Milliken  
Marilyn Godfrey

Pr Tr

VP

VP

VP Sec

D-U-N-S 06-741-8012

# **MILLIKIN MORTGAGE CO\* (DE)**

(Suby of MILLIKIN NAT BK)  
357 N Main, Decatur, IL 62525  
Tel (217) 429-5445 Sales NA  
SIC 6162 Mortgage Banker & Loan Correspondent  
Bk Millikin Nat Bk  
Accts Peat Marwick Mitchell & Co, Decatur  
Lgl Csl Micheal Campbell  
\*Ray G Livasy  
\*Paul J Ivankovig  
L D Clausen  
Scott E Linsley  
Dave Sullivan

Ch Bd

Pr

VP

Tr: Cshl Pur Dt Pr Prs

Mktg

D-U-N-S 00-693-3527

# **MILLIKIN NAT BK**

Millikin Ct, Decatur, IL 62523  
Tel (217) 429-4253 Sales NA  
SIC 6025 Bank  
Accts Price Waterhouse & Co, Peoria  
Lgl Csl Owen Roberts Sustler  
\*R G Livasy  
\*L D Clausen  
W F Hill  
D A Heinrich  
E G Pride  
D D Sullivan  
Paul W Morton  
E A Malone  
R L Beaman  
W E Murphy  
James L Hall  
E P Bissey  
W S Blalock  
L Earl Duncan  
Myron D MacLean  
D P Poboski  
Thomas V Fischer  
G William Madden

Pr

VP Dt Pr

VP Admn

VP Coml Loans

VP Instl Loans

VP Investment

VP Loans

VP Mktg Advt

VP Trst Ofcr

VP Trst Ofcr

Comp

Cshl

William L Burdick

G William Harner

J R Miller

R K Reising

Wendell J Kelley

Ch Bd Sec

Pr Tr

David B Lawrence  
Patrick J Leonard  
John E Lucas  
Adrian R Reti  
John A Gilmartin  
\*John E Beard  
Charles D Baker  
Warren E C Wacker MD  
Gerald D Laubach  
A Theodore Lyman Jr  
James L Waters

VP  
VP  
VP  
VP Rsch Laborator  
VP Fin  
Clk  
John H Bush  
Mark Hoffman Jr  
Paul R Lawrence  
John K Spring  
Carroll L Wilson

D-U-N-S 00-687-0703

# **MILLMAN LUMBER CO\***

9264 Manchester Rd, St Louis, MO 63144  
Tel (314) 968-1700 Sales NA  
SIC 5031 Whl Lumber & Building Materials  
\*Robert L Millman  
Richard G Millman  
James J Raymond  
John J Ostermeyer

Pr

VP

Sec

Tr

D-U-N-S 00-949-9449

# **MILLS & LUPTON SUP CO\***

749 E 12th St, Chattanooga, TN 37401  
Tel (615) 266-6171 Sales 13MM  
SIC 5085 5074 5063 Whl Industrial Plumbing  
Heating & Electrical Supplies  
Bk American Nat Bk & Tr Co  
Accts Arthur Andersen & Co  
Lgl Csl Miller & Martin  
\*John B Crammins Jr  
\*Frank T Delaney Jr  
\*W C Merritt  
\*Harry H Powell  
\*Robert L Mahoney  
Albert B Clarke  
Norma P Keefe  
Gerald E LeVan  
Ward B Crammins  
Anne C Awad

Pr Tr

VP

VP Heating & Plun

VP Electrical

VP Sec

VP Br Ops

VP Credit

VP Sis Mktg

Fin

Advt

D-U-N-S 00-838-2194

# **MILLS IRON WORKS INC**

14834 Maple Ave, Gardena, CA 90248  
Tel (213) 321-6520 Sales 800M  
SIC 3494 Mnlr Oil Field & Refinery Pipe Fitting  
Bk Wells Fargo Bk NA, Los Angeles  
Accts Davidson Brennan McKinley, Los Angeles  
\*E L Berger  
\*J A Scroggs

Pr Fin

VP Sis Mktg

D-U-N-S 03-458-0779

# **MILLS OLAN INC OF TN**

MILLS OLAN PORTRAIT STUDIOS  
1101 Carter St, Chattanooga, TN 37402  
Tel (615) 622-5141 Sales 70MM  
SIC 7221 Portrait & School Photography  
\*Olan Mills II  
\*C G Mills

Ch Bd Sec

Pr Tr

D-U-N-S 00-790-4253

# **MILLS OLAN INC OH**

(Suby of MILLS OLAN INC OF TN)  
300 Mount Vernon Ave, Springfield, OH 45503  
Tel (513) 323-5528 Sales 45MM  
SIC 7221 Portrait Studios  
Bk Society Nat Bk  
Accts Joseph Decosimo & Co, Chattanooga, TN  
Lgl Csl Miller & Martin, Chattanooga, TN  
\*Olan Mills II  
\*C G Mills

Ch Bd Sec

Pr Tr

For Use by The  
Secretary of State

Secretary of State  
**Columbia**  
29211

MAIL THIS RETURN  
WITH THE FEE OF  
\$5 ON OR BEFORE  
THE LAST DAY TO  
THE SECRETARY OF  
STATE, P. O. BOX  
11350, COLUMBIA,  
S.C., 29211.

File No. 2571  
Fee Paid \_\_\_\_\_  
C. B. 3586  
Date \_\_\_\_\_

Return For  
Period Ending NOV 30, 1982

RETURN IS DUE ON OR BEFORE THE 15TH DAY OF THE 3RD  
MONTH FOLLOWING THE CLOSE OF THE TAXABLE YEAR

NAME AND ADDRESS

RETURN DUE ON OR  
BEFORE

**MILLIKEN + COMPANY**  
**PO BOX 1926**  
**SPARTANBURG SC**

**29304**

**FEB 15, 1983**

**131924994**

**92**

**2220**

**11 29100016-7**

Employer Identification No.

Business Code

File Number

Incorporated under the Laws of the State of Delaware on 12/22/48

If Foreign Corporation, the date qualified to do business in the State of South Carolina is 4/22/49

The Registered Office of the corporation in the State of South Carolina is P. O. Box 1926 in the city of Spartanburg, and Registered Agent at such address is Milliken & Company

If Foreign Corporation, The Registered Office and Agent in the State of Jurisdiction is C. T. Corporation

Was the name of the corporation changed during the year? No Give old name Textile

Location of principal office in S.C. Spartanburg Nature of principal business in S.C. Manufacturing  
P. O. Box 1926

The corporation's books are in care of L. Heagney Located at Spartanburg, SC

If corporation dissolved Has charter  
or quit business, give date been cancelled? Give date \_\_\_\_\_

The Names of the Officers and Directors and Percentage of Stock Ownership in the Corporation Are:

**NAME AND PERCENTAGE OF STOCK HELD**

Roger Milliken, President & Director  
Minot K. Milliken, V.P., Treas. & Director  
F. G. Kingsley, V.P. & Director  
G. H. Milliken, V.P. & Director  
J. P. Grace, Director  
L. Heagney, Secretary & Assistant Treasurer  
J. H. Toy, Assistant Secretary  
H. W. Jockers, Director  
Dr. H. Keith H. Brodie, Director

**ADDRESS AND OFFICE**

234 South Fairview Ave., Spartanburg, SC  
1045 6th Ave., New York, NY 10018  
1045 6th Ave., New York, NY 10018  
1045 6th Ave., New York, NY 10018  
Manhasset, New York  
P. O. Box 1926, Spartanburg, SC  
P. O. Box 1926, Spartanburg, SC  
New York, New York  
Durham, NC

**AFFIDAVIT**

I the undersigned principal officer of the corporation for which this return is made, declare that this return including accompanying statements and schedules, has been examined by me and is to the best of my knowledge and belief a true and complete report made in good faith, for the taxable period as stated, pursuant to the Code of Laws 1962 as amended and the Regulations issued under authority thereof.

This Return Prepared By

2/3 /83

Date

[Signature]  
Signature of Officer Authorized to Sign  
**Secretary**

Title

Total amount of Stated Capital is:	
Total paid in Capital Stock	\$ 13,750.000.
Total paid in capital Surplus	\$ 3,601,558

Total amount of Stated Capital is \$ 17,351,558

## CHAPTER 25

### Business Corporations—Annual Reports, Powers of Secretary of State; Miscellaneous Provisions

#### Section 33-25-10. Annual Reports of Domestic and Foreign Corporations.

Each domestic corporation and foreign corporation authorized to do business in this State which is required to file an annual report with the South Carolina Tax Commission under Title 12, Chapter 19 of the 1976 Code shall file an annual report with the Secretary of State at the time specified for filing an annual report with the South Carolina Tax Commission, setting forth:

(a) The name of the corporation and its jurisdiction of incorporation.

(b) The name of its registered agent in this State and address of the registered office of the corporation in this State; and in the case of a foreign corporation the address of its registered or principal office in the jurisdiction of its incorporation.

(c) The names and business and residence addresses of the directors and officers of the corporation.

(d) Such other information as shall be required in the reports submitted to the South Carolina Tax Commission under Section 12-19-20.